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SUPER NAILS AND FACIALS, INC.
34C Blanding Boulevard
Orange Park, Florida 32073

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****131.25 ****131.25

May 24, 1995

CERTIFIED MAIL - RETURN RECEIPT REQUESTED

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Articles of Incorporation
SUPER NAILS AND FACIALS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 26 AM 8:46

Dear Ladies and Gentlemen:

Please find enclosed for filing, Articles of Incorporation for SUPER NAILS AND FACIALS, INC., together with a cashier's check/money order in the amount of \$131.25 in payment of the following fees:

Filing fee and Registration of	
Designation of Registered Agent	\$ 70.00
Certified Copy	52.50
Certificate of Good Standing	8.75
	\$ 131.25

Kindly acknowledge receipt and filing of the above Articles.

Very truly yours,

Janice B. Wiggins 5/26/95
Janice B. Wiggins

ARTICLES OF INCORPORATION
OF
SUPER NAILS AND FACIALS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 26 AM 8:46

ARTICLE I

NAME

The name of this corporation is SUPER NAILS AND FACIALS, INC.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock having \$1.00 par value, which shares shall be and hereby are designated as "Common Shares." Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 34C Blanding Boulevard, Orange Park, Florida 32073, and the name of the initial registered agent of this corporation at that address is Janice B. Wiggins. The Board of Directors may,

from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE V

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time, by amendment to the By-Laws, but in no event shall the number of Directors be reduced below one (1). The name and address of the initial Directors and place of business of this corporation is:

NAME	ADDRESS
Janice B. Wiggins	34C Blanding Boulevard Orange Park, FL 32073

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address shall be:

34C Blanding Boulevard
Orange Park, Florida 32073

ARTICLE VII

INCORPORATION

The name and address of the Incorporator of this corporation is:

NAME	ADDRESS
Janice B. Wiggins	34C Blanding Boulevard Orange Park, FL 32073

ARTICLE VIII

AMENDMENTS

These Articles of Incorporation may be amended in the manner

provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt By-Laws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any By-Laws made by them that such By-Laws shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set her hand and affixed his seal the 24th day of May, 1995.

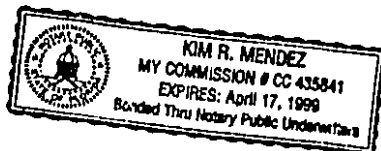
Janice B. Wiggins (Seal)
JANICE B. WIGGINS

STATE OF FLORIDA)
COUNTY OF DUVAL May)

BEFORE ME personally appeared Janice B. Wiggins, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation of SUPER NAILS AND FACIALS, INC., and acknowledged before me that she signed such Articles of Incorporation for the uses and purposes therein set forth.

WITNESS my hand and official seal at Jacksonville,
May County, Florida, this 24th day of
May, 1995.

Kim R. Menendez
Notary Public, State of Florida
Print Name: Kim R. Menendez
My Commission Expires: 4-17-99



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF

REGISTERED AGENT OF

95 MAY 26 AM 8:46

SUPER NAILS AND FACIALS, INC.

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon SUPER NAILS AND FACIALS, INC., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 34C Blanding Boulevard, Orange Park, Florida 32073.

IN WITNESS WHEREOF, I, as such designated Registered Agent, have hereunto set my hand and seal at Jacksonville

Florida, on this 20th day of May, 1995.

Janice B. Wiggins (SEAL)
JANICE B. WIGGINS
Registered Agent