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Law Offices of
T. CHARLES SHAFER

LICENSED IN:
FLORIDA, NORTH CAROLINA,
U.S. DISTRICT COURT,
SOUTHERN DISTRICT, FLORIDA

(407) 467-2801
Fax (407) 467-9317

CRIMINAL LAW
FAMILY LAW
CIVIL LITIGATION

May 23, 1995

Department of State
Division of Corporations
c/o Corporate Record Bureau
Post Office Box 6327
Tallahassee, FL 323314

100001501591
-05/30/95--01065--019
****122.50 ****122.50

Re: Incorporation of United Styles Academy, Inc.

Dear Sir or Madam:

I am enclosing an original and a copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent	\$35.00

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Sincerely yours,


T. Charles Shafer

TCS/tls
enclosures

FILED
95 MAY 30 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**ARTICLES OF INCORPORATION
OF
UNITED STYLES ACADEMY, INC
ARTICLE I. CORPORATION NAME**

The name of this corporation is: UNITED STYLES ACADEMY, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any lawful purpose.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any on time is one thousand (1000) shares of common stock having a value of one dollar (\$1.00) per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered agent and the street address of the Initial Registered Office of this Corporation in the State of Florida shall be:

Kevin Hendrickson
210 Orange Ave.
Fort Pierce, Fl 34950

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. INITIAL DIRECTORS

The Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one (1).

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95 MAY 30 PM 1:06
CLERK OF DISTRICT COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

ARTICLE VII. INITIAL DIRECTORS

The names of the initial directors of this Corporation and their street addresses are:

T. Charles Shafer
207 Atlantic Ave.
Fort Pierce, Fl 34950

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX. INCORPORATOR.

The name and street address of the person signing the Articles of Incorporation as the Incorporator is:

T. Charles Shafer
207 Atlantic Ave.
Fort Pierce, Fl 34950

ARTICLE X. AMENDMENT.

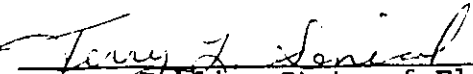
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

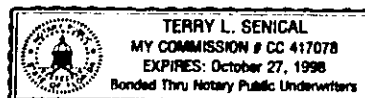
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Article of Incorporation on this 24th day of May, 1995.


T. Charles Shafer

STATE OF FLORIDA
COUNTY OF ST. LUCIE

The foregoing Articles of Incorporation were acknowledged before me by T. Charles Shafer, who is personally known to me and who did not take an oath that he subscribed to these Articles of Incorporation on this 24th day of May, 1995.


Notary Public, State of Florida
My Commission Expires: 10-27-98



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

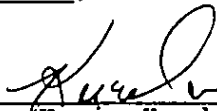
In compliance with Section 48.091, Florida Statutes, the following is submitted:

That UNITED STYLES ACADEMY, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 207 Atlantic Ave., Fort Pierce, County of St. Lucie, State of Florida, and has named Kevin Hendrickson of 210 Orange Ave., Fort Pierce, Florida 34950, as its agent to accept service of process with this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

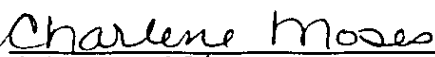
DATED the 24 day of May, 1995.



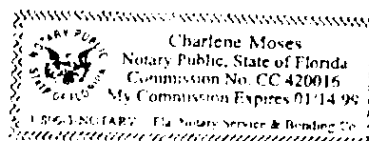
Kevin Hendrickson
Registered Agent

STATE OF FLORIDA
COUNTY OF ST. LUCIE

The foregoing instrument was acknowledged before me this 24 day of may, 1995, by Kevin Hendrickson who is personally known to me and who did not take an oath.



Notary Public
My Commission Expires:



FILED
95 MAY 30 11 16 AM
CLERK OF DISTRICT COURT
FORT PIERCE, FLORIDA