HARMON & SLOAN, P.A.

ATTORREYS AND CODSSEROES AT LAW 427 McKenzir Avrnib Post Office Box 2327 PAHAMA CHTY, Frontiia 32402-2327.

DANIEL HARRISO III TIMOTHY J. SLOAM* PASSES REPRIBER LIP DIFFERSE FOR ECUSIONIA AMILIA SSENIREBARR

100005350

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: B & M Beauty, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation, together with the Acceptance of Registered Agent and our check in the amount of \$122.50 to cover the cost of filing.

At your earliest convenience, please file these Articles and return a certified copy to us. Thank you for your assistance with this matter. If there are any questions, please do not hesitate to call collect.

> Sincerely, 0000001531180 -07/06/95--01074--013 ****122.50 HARMON & SLOAN, P. A., Timothy J. Sloan

TJS/da

Enclosures

JUL 1 2 19951

Tecericorae (904) 769-2501

FACSIMBLE (904) 769-0824

cc: Bobby and Millie Rhodes

ARTICLES OF INCORPORATION

OF

95 Jul -6 M 9: 51

B & M BEAUTY, INC.

The undersigned, acting as incorporator of a corporation pursuant to Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is B & M BEAUTY, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares of capital stock which this Corporation is authorized to issue is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share, which shall be designated "Common Shares."

ARTICLE V - PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation in the State of Florida is 2335 State Avenue, Suite "B", Panama City, Florida 32405. The registered agent for this corporation is Millie E. Rhodes, whose address is 2335 State

Avenue, Suite "B", Panama City, Florida 32405.

ARTICLE VI - BOARD OF DIRECTORS

The number of directors of the initial Board of Directors of this corporation is two (2). The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The name and address of the initial directors of this corporation is as follows:

BOBBY J. RHODES 12603 Perkins Road Panama City, Florida 32409

MILLIE E. RHODES 12603 Perkins Road Panama City, Florida 32409

ARTICLE VII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VIII- INCORPORATOR

The name of the person signing these Articles is Millie E. Rhodes, whose address is 12603 Perkins Road, Panama City, Florida 32409.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3rd day of July, 1995.

Millio & Rhodes

STATE OF FLORIDA COUNTY OF BAY

The foregoing instrument was sworn to, subscribed, and acknowledged before me this 300 day of July, 1995, by MILLIE E. RHODES, who is personally known to me or who has produced as identification.

(SEAL)

- AYLOH y 1. ummission CC319296 Lixpres May, 18, 1907 Honded by I'Al 800-422-1555

Name (Typed) Notary Public

Commission Expiration Date

DANA C AYLOR My Commission CC319298 Expires May, 18, 1997 Bonded by HAI 800-422-1585

Serial Number (if any)

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

OF

B & M BEAUTY, INC.

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 607 of the Florida Statutes relative to keeping open said office.

Dated as of the 300 day of July, 1995.

Millie E. RHODES
Registered Agent

P95000053500 Mille's

REAUTY SUPPLY CO
Professional Barber & Beauty Supplies
for Professionals Who Care.

June 21, 1996

Divisions of Corporations P.O. Box 6327 Tallahassee, FL. 32314 Re; Dissolution of B & M Beauty Inc.

Dear: Sirs

Please find enclosed my check for \$35.00, filing fee for thw Articles of Dissolution. My current Mailing Address is as following.

Millie E. Rhodes 12603 Perkins Rd. Panama City, FL. 32409

Daytime Phone # (904) 769-0147 Home Phone # (904) 265-8187

Thank you very much.

Sincerely Yours

Millie E. Rhodes

cc: file

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ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution: The name of the corporation is: B & M Beauty, Inc. FIRST 2335 State Ave., Sufte B, Panama City, (1. 32405 The articles of incorporation were filed on: July 1, 1995 SECOND: (CHECK ONE) THIRD None of the corporation's shares have been issued. The corporation has not commenced business. No debt of the corporation remains unpaid. FOURTH. The net assets of the corporation remaining after winding up have been distributed FIFTH to the shareholders, if shares were issued. Adoption of Dissolution (CHECK ONE) SIXTH A majority of the incorporators authorized the dissolution. A majority of the directors authorized the dissolution. JUNE Signed this 21 ____ day of _____ Signature (By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.) Millie E. Rhodes (Typed or printed name)

(Title)

President