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CR2E031 (1-89)

STATE OF FLORIDA

ARTICLES OF INCORPORATION

OF

Haircrafters of Highland Plaza, Inc.

FIRST: THE CORPORATE NAME THAT SATISFIES THE REQUIREMENTS OF SECTION 607.0401 IS: Haircrafters of Highland Plaza, Inc.

SECOND: THE ADDRESS OF THE PRINCIPAL OFFICE, AND THE MAILING ADDRESS OF THE CORPORATION IS: 125 SOUTH SERVICE ROAD, JERICHO, NY 11753.

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE IS: FIVE HUNDRED (500) COMMON SHARES EACH SHARE WITHOUT PAR VALUE.

FOURTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS C/O GREAT EXPECTATIONS PRECISION HAIRCUTTERS OF UNIVERSITY MALL, INC., 7171 NORTH DAVIS HIGHWAY, PENSACOLA, FL 32504, AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ALDRESS IS GREAT EXPECTATIONS PRECISION HAIRCUTTERS OF UNIVERSITY MALL, INC.

FIFTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORFORATION IS FOUR (4), AND THE NAMES AND ADDRESSES OF THE PERSON WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE:

Don von Liebermann	125 South Service Road, Jericho, NY 11752
Michael Kramer	125 South Service Road, Jericho, NY 11753
Marvin Marcus	125 South Service Road, Jericho, NY 11753
Elissa Roseman	125 South Service Road, Jericho, NY 11753

SIXTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

Don von Liebermann	125 South Service Road, Jericho, NY	11753
Michael Kramer	125 South Service Road, Jericho, NY	11753
Elissa Roseman	125 South Service Road, Jericho, NY	11753

THE UNDERSIGNED HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 15TH DAY OF AUGUST, 1998.

Don von Lieberman, Incorporator

Michael Kramer, Incorporator

(Elissa Roseman, Incorporator

ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION 607.0501 (3) F.S.: GREAT EXPECTATIONS PRECISION HAIRCUTTERS OF UNIVERSITY MALL, INC. IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

GREAT EXPECTATIONS
PRECISION HAIRCUTTERS OF
UNIVERSITY MALL, INC.

DATED: August 15, 1995

Name: Michael Kramer

Title: Treasurer

P95000063730

CT CORPORATION SYSTEM		
Requestor's Name 660 East Jefferson Stre	et	
Address Tallahassee, FL 32301	222-1092	109/05/95 104051 10416 4+++15.00 4+++435.00
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CR2E031 (1-89)		

ARTICLES OF AMENDMENT

OF

HAIRCRAFTERS OF HIGHLAND PLAZA, INC

PURSUANT TO SECTION 607.1006 OF THE FLORIDA BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION ADOPTS THESE ARTICLES OF AMENDMENT.

FIRST:

THE NAME OF THE CORPORATION IS HAIRCRAFTERS OF HIGHLAND

PLAZA, INC.

SECOND: THE ARTICLES OF INCORPORATION OF THIS CORPORATION ARE AMENDED BY CHANGING THE ARTICLE NUMBERED "FIRST" SO THAT,

AS AMENDED, SAID ARTICLE SHALL READ AS FOLLOWS:

FIRST:

THE CORPORATE NAME THAT SATISFIES THE

REQUIREMENTS OF SECTION 607:0401 IS: HAIRCRAFTERS OF

SEMINOLE, INC.

THIRD:

THE AMENDMENT TO THE ARTICLES OF INCORPORATION OF THE

CORPORATION SET FORTH ABOVE WAS ADOPTED ON 30th , DAY

OF AUGUST, 1995.

FIFTH:

PRIOR TO THE ISSUANCE OF SHARES, THE AMENDMENT WAS

ADOPTED BY THE BOARD OF DIRECTORS WITHOUT SHAREHOLDER

ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

SIGNED ON THE 30TH DAY OF AUGUST, 1995.

HAIRCRAFTERS OF HIGHLAND

Name:

Don vonLiebermann Director

Title: