

P96000001975

JOYCE H. CALISE  
471 LOGAN AVE.  
ORANGE PARK, FLORIDA 32073  
904-276-9070

December 21, 1995

Bureau of Corporate Records  
Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

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-01/03/96--01031--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: BEAUTY BOUTIQUE SALON, INC.

Dear Sir:

Please find enclosed the duly executed originals and copies for both the Articles of Incorporation of the above referenced corporation and the Certificate of Registered Agent.

Also enclosed is a check in the amount of \$70.00 to cover the filing fees and registration fees for the proposed incorporation.

Please call if you have questions.

Sincerely,

*Joyce H. Calise*  
Joyce H. Calise

*called Joyce Calise  
the principal office and  
the registered office under  
name - change off. date as  
Dec. 31, 95.*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED

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EFFECTIVE DATE  
Dec. 31, 1995

ARTICLES OF INCORPORATION  
OF  
BEAUTY BOUTIQUE SALON, INC.

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DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE I

NAME

Section 1.1 Name. The name of the corporation is **BEAUTY BOUTIQUE SALON, INC.**

ARTICLE II

DURATION

Section 2.1 Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

PURPOSE

Section 3.1 Purpose. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share. Said authorized shares may be divided into voting and non-voting shares before issuance by action of the board of directors; provided, however, that in the event that such designation is not specifically made by the board of directors, said stock shall be deemed voting.

Section 4.2 Restrictions on Transfer of Stock. The shareholders may by agreement or bylaw provision, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as is deemed necessary.

Section 4.3 Approval of Shareholders Required for Merger. The approval of a majority of the holders of Common Stock of this corporation to any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

#### ARTICLE V

##### INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 Name and Address. The street address of the initial principal office of this corporation is 1241 Blanding Blvd, Orange Park, Florida 32073, and the name of the initial registered agent of this corporation at that address is Joyce H. Calise.

#### ARTICLE VI

##### DIRECTORS

Section 6.1 Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 Initial Directors. The name and street address of the members of the first Board of Directors of the corporation are:

Joyce H. Calise

471 Logan Ave  
Orange Park, Florida 32073

Section 6.3 Compensation. The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

Section 6.4 Indemnification. The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

#### ARTICLE VII

##### BYLAWS

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the Board of Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that

such bylaw is not subjected to amendment or repeal by the Board of Directors.

ARTICLE VIII

INCORPORATION

Section 8.1 Name and Address. The name and street address of the incorporator of this corporation is:

Joyce H. Calise  
471 Logan Ave  
Orange Park, Florida 32073

ARTICLE IX

AMENDMENT

Section 9.1 Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles this 31 day of December 1995.

Joyce H. Calise  
Joyce H. Calise

CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Florida Statutes 48.091 and 607.034, the following is submitted:

Beauty Boutique Salon, Inc., desiring to organize or qualify under the laws of the State of Florida, hereby designated Brenda Gail Prudhomme as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 1241 Blanding Blvd., Orange Park, Florida 32073.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Joyce H. Calise  
Joyce H. Calise  
Dated: 12/28/95

STATE OF FLORIDA)  
COUNTY OF Clay SS

The foregoing instrument was acknowledged before me by Horace Vernon Turner who is/is not personally known to and/or who has produced Florida Bureau for as identification and who did/did not take an oath, this 28 day of Dec, 1995

Mary Fott Stone  
Notary Public  
State of Florida at Large  
My commission expires:



TALLAHASSEE, FLORIDA

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