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Perez-Abreu, Zamora, Hillman & Martin-Lavielle

PROFESSIONAL ASSOCIATION
SUITE 502

901 PONCE DE LEON BOULEVARD
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CERTIFIED FAMILY MEDIATOR
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CERTIFIED CIVIL MEDIATOR
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TELEPHONE (305) 443-8704

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January 4, 1996

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

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-01/08/96--01057--018
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RE: Articles of Incorporation of PRC Barber Shop, Inc.

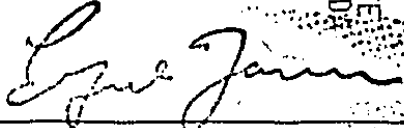
Dear Sir/Madam:

In regard to the above captioned matter, enclosed please find the Articles of Incorporation of PRC Barber Shop, Inc. which we would respectfully request be filed in the office of the Secretary of State, Division of Corporations. Please be so kind as to forward a stamped copy of the the Articles, copy enclosed, to our office at your earliest convenience.

We thank you in advance for your cooperation in this regard.

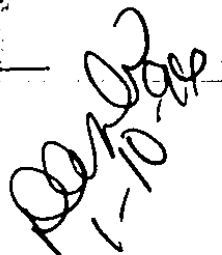
Very truly yours,

**PEREZ-ABREU, ZAMORA
HILLMAN & MARTIN-LAVIELLE, P.A.**

By: 
ENRIQUE ZAMORA, ESQ.

FILED
96 JAN -8 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EZ/tp
Enclosures



**ARTICLES OF INCORPORATION
OF
PRC BARBER SHOP, INC.**

FILED
96 JAN -8 PM 4: 54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

CORPORATE NAME

The name of this Corporation shall be:

PRC BARBER SHOP, INC.

The permanent and mailing address of the corporation shall be:

**10450 S.W. 5th Street
Miami, Florida 33174**

ARTICLE II.

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Hundred (100) Shares of Stock. The Shares of Stock authorized shall be common stock having a par value of one (\$1.00) DOLLAR per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

**Pedro Yera
10450 S.W. 5th Street
Miami, Florida 33174**

ARTICLE V.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by by-laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

FILED

ARTICLE VI. 96 JAN -8 PM 4:54

INITIAL BOARD OF DIRECTORS SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and post office address of the initial member(s) of the initial Board of Directors is/are:

Name

Address

Pedro Yera

10450 S.W. 5th Street
Miami, Florida 33174

The members of the first Board of Directors shall hold office until the first annual meeting of Stockholders of the Corporation.

ARTICLE VII.

INCORPORATOR

The name and post office address of the Incorporator(s) executing these Articles of Incorporation is/are as follows:

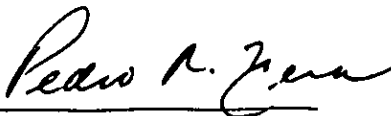
NAME

ADDRESS

Pedro Yera

10450 S.W. 5th Street
Miami, Florida 33174

The undersigned Incorporator(s), for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.


PEDRO YERA

STATE OF FLORIDA]

COUNTY OF DADE] SS.:

The foregoing instrument was acknowledged by me this 4th day of May, 1996, by Pedro Yera, who is personally known to me or who has produced a notar as identification.


NOTARY PUBLIC

My Commission Expires



TERESITA P. PEREZ
My Commission CC482116
Expires Sep. 08, 1999

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.


PEDRO YERA