

P96000013610

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

BA 2/13/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	2/13/96		
TIME	3:00 PM		CK No. _____
BY	DD		

WALK-IN
Will Pick Up _____

RE:

Hillview Hair Design

Fashions, Inc. FEB 13 PM 2:50

SEC. CLERK OF STATE
TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kill		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX ()		pgs.

500001714105

02/13/96 01:30:00

***122.50 ***122.50

SUBTOTALS

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

RECEIVED
96 FEB 13 PM 2:18
DIVISION OF CORPORATE SERVICES

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

FILED

96 FEB 13 PM 2:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HILLVIEW HAIR FASHIONS, INC.

ARTICLE I. NAME

The name of the corporation shall be HILLVIEW HAIR FASHIONS, INC., and the address of the corporation is 1931 South Osprey, Sarasota, Florida 34239.

ARTICLE II. DURATION

This corporation shall exist perpetually.

ARTICLE III. PURPOSE

This corporation is organized for any lawful purpose under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2033 Main Street, Suite 307, Sarasota, FL 34237, and the name of the initial registered agent of this corporation at the address is Scott Anderson, Esq.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time, by By-Laws which shall never be less than one. The name and address of the initial Directors of this corporation are:

Mary Lesmerises
1931 South Osprey
Sarasota, FL 34239

Joseph C. Lesmerises
7137 Queen Plam Circle
Sarasota, FL 34243

Ronald Fortin
5670 Country Lakes Drive
Sarasota, FL 34243

ARTICLE VII. INCORPORATOR

The name and address of the incorporator signing these Articles is:

Mary Lesmerises
1931 South Osprey
Sarasota, FL 34239

ARTICLE VIII. TRANSFERABILITY OF SHARES

Any and all of the stockholders of this corporation may from time to time enter into such agreements as may seem expedient to them, relating to the shares of stock held by them, and limiting the transferability thereof; and thereafter any transfer of said shares shall be made in accordance with the terms of said agreement, provided that before the actual transfer of said shares on the books of the corporation, written notice of such agreement

shall be stamped, written, or printed upon the certificate representing said shares, and the By-Laws of this corporation may likewise include proper provisions for the making of such agreements as aforesaid.

ARTICLE IX. TRANSACTION WITH INTERESTED

DIRECTORS OR OFFICERS.

In the absence of fraud, no contract or other transaction between this corporation and any other corporation or any individual or firm shall be in any way affected or invalidated by the fact that any of the Directors or Officers of this corporation are interested in such contract or transaction, provided that such interest shall be fully disclosed or otherwise known to the Board of Directors in the meeting of such Board at which such contract or transaction is authorized or confirmed, and provided, however, that any such Directors of this corporation who are so interested may be counted in determining the existence of a quorum at any meeting of the board of Directors of this corporation which shall authorize or confirm such contract or transaction, and any such Director may vote thereon to authorize any such contract or transaction with like force and effect as if he were not such Director or Officer of such other corporation or not so interested.

ARTICLE X. REPLACING STOCK CERTIFICATES

The Board of Directors may, by resolution, provide for the

issuance of stock certificates to replace lost or destroyed certificates.

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in any manner provided by law.

ARTICLE XII. INDEMNIFICATION

The corporation shall indemnify any Director or Officer or any former Officer or Director to the full extent permitted by law.

ARTICLE XIII. DATE OF COMMENCEMENT

The date of commencement of this corporation shall be the date of filing these Articles of Incorporation with the Department of State, State of Florida.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12th day of February, 1996.

Mary M. Lesmerises
Mary Lesmerises
Incorporator

STATE OF FLORIDA
COUNTY OF SARASOTA

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared MARY LESMERISES (X) known to me, or (____) who produced _____ as proof of identification, and known by me to be the person who executed the foregoing Articles of Incorporation,

FILED

and she acknowledged before me that she executed those Articles of
Incorporation.

96 FEB 13 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal, in the State and County aforesaid, this 12th day
of February, 1996.



OFFICIAL SEAL
MIRIAM L. BENNETT
My Commission Expires
Oct. 7, 1996
Comm. No. CC 233844

Miriam L. Bennett
Notary Public
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

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.

DATE: 2-12-96

Scott Anderson
Scott Anderson
Registered Agent