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networks

PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

FEB 5 PM 12:00
DIVISION OF CORPORATION

ACCOUNT NO. 0711000000

REFERENCE # 840121 96750

AUTHORIZATION

COST LIMIT \$ 70.00

Patricia T. Poyt

ORDER DATE : February 15, 1996

ORDER TIME : 10:34 AM

ORDER NO. : 840121

000001716090

CUSTOMER NO: 96750

CUSTOMER: C. Cole Jeffries, Jr., Esq.
CURRY & ASSOCIATES, P.A.

La Viva Professional Center
750 West Lumsden
Brandon, FL 33511

DOMESTIC FILING

NAME: ALL ABOUT NAILS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: VICKI PEREZ

EXAMINER'S INITIALS:

T. BROWN FEB 15 1996

FILED
96 FEB 15 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
of
All About Nails, Inc.**

FILED
96 FEB 15 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as sole incorporator, hereby adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the laws of the State of Florida, as follows:

**Article I.
Name**

The name of the Corporation is **All About Nails, Inc.** The principal place of business is 3310 Bay to Bay Boulevard, Suite 104, Tampa, Florida 33629.

**Article II.
Term of Existence**

The Corporation shall have perpetual existence hereafter.

**Article III.
Nature of Business**

The Corporation is organized for the purpose of engaging in any and all lawful businesses.

**Article IV.
Powers**

The Corporation shall have power to:

- (a) to have perpetual succession by its corporate name;
- (b) to sue and be sued, complain, and defend in its corporate name in all actions or proceedings;
- (c) to have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;
- (d) to purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

(e) to sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

(f) to lend money to and use its credit to assist its officers and employees to the full extent permitted by law;

(g) to purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

(h) to make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

(i) to lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;

(j) to conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida;

(k) to elect or appoint officers and agents for the Corporation including teachers, administrative personnel and other persons and define their duties and fix their compensation;

(l) to make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of the State of Florida, for the administration and regulation of the affairs of the Corporation;

(m) to make donations for the public welfare or for charitable, scientific or educational purposes;

(n) to transact any lawful business which the Board of Directors of the Corporation shall find will be in aid of governmental policy;

(o) to pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, health plans, medical plans, dental plans, insurance plans and other incentive or benefit plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of any subsidiaries it may have;

(p) to be a promoter, incorporator, general or limited partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise; and

(q) to have and exercise all powers necessary or convenient to effect its purposes.

**Article V.
Capital Stock**

The Corporation is authorized to issue 10,000 shares of Common Stock, each with one dollar (\$1.00) par value.

**Article VI.
Shareholders' Rights**

(a) Each share of Common Stock of this corporation shall entitle the holder thereof to one vote at any meeting of the corporation's shareholders.

**Article VII.
Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 3310 Bay to Bay Boulevard, Tampa, Florida 33629, and the name of its initial registered agent at such address is Amanda Cherise Nymark.

**Article VIII.
Directors**

The Corporation shall have one (2) directors initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation shall always have at least one (1) but no more than five (5) directors. The name and address of the initial directors of the Corporation, who shall serve until her successor(s) are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
Lisa Michelle Shaw	201 Belfort Place Valrico, Florida 33594
Amanda Cherise Nymark	516 Bryan Valley Court Brandon, Florida 33511

**Article IX.
Incorporator**

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

Name

Address

Amanda Cherise Nymark

516 Bryan Valley Court
Brandon, Florida 33511

**Article X.
Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Corporation's Board of Directors.

**Article XI.
Indemnification**

The Corporation shall indemnify any director or officer, or any former director or officer, to the fullest extent permitted by law.

**Article XII.
Preemptive Rights**

Each holder of Common Stock ("Shareholder") of the Corporation shall have the first right to purchase shares (and any securities convertible into such shares) of any class, kind or series of the Corporations' capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such Shareholder holds at that time of issuance bears to the total number of shares then outstanding, exclusive of treasury shares. Any Shareholder's preemptive rights shall be waived if such Shareholder does not exercise his or her preemptive rights by tendering full payment to the Corporation within thirty (30) days of receipt of written notice from the Corporation stating the prices, terms and conditions for the sale of such shares (or securities convertible into such shares). A Shareholder may also waive his or her preemptive rights by affirmative written notice of waiver within thirty (30) days of receipt of notice of the Corporation's issuance of shares.

**Article XIII.
Amendment**

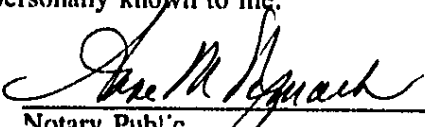
These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on January 10, 1996.

 (SEAL)
Amanda Cherise Nymark
Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me by Amanda Cherise Nymark on January 10, 1996, who is personally known to me.


Notary Public
Name: _____

State of Florida at Large

My commission expires _____
My commission expires 11/12/97
Commission #AA 723018



ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for All About Nails, Inc. at 3310 Bay to Bay Boulevard, Tampa, Florida 33629, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.


Amanda Cherise Nymark

Dated: January 10, 1996.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA