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Requestor's Name

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ATTORNEY AT LAW  
6255 N.W. 7th Avenue  
Miami, Florida 33150

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. \_\_\_\_\_  
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

2-19-96  
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ARTICLES OF INCORPORATION

OF

BJ BEAUTE', INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is BJ BEAUTE, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is at 5301 N.E. 5th Avenue, Miami, Florida 33137.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Fla. 'a Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or

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benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

#### ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

#### ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 5301 N.E. 5th Avenue, Miami, Florida 33137 and BESS L. JOHNSON is the registered agent at that office.

#### ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the ByLaws.

The initial Board of Directors of the Corporation shall be comprised of:

BESS L. JOHNSON  
5301 N.E. 5th Avenue  
Miami, FL 33137

#### ARTICLE IX - AMENDMENTS


These Articles of Incorporation may be amended by the shareholders or board of directors, in the manner now or hereinafter prescribed by statute or set forth in the Corporation's ByLaws, so long as same does not conflict with the Florida Statutes.

**ARTICLE X: INCORPORATOR**

The incorporator of the Corporation is as follows:

BESS L. JOHNSON  
5301 N.E. 5th Avenue  
Miami, FL 33137

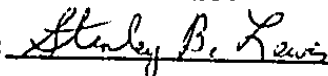
IN WITNESS WHEREOF, I, BESS L. JOHNSON, the undersigned  
incorporator, have signed these Articles of Incorporation on this  
12 th day of February, 1996 and acknowledged the same to be my  
act.

  
BESS L. JOHNSON

STATE OF FLORIDA     )  
COUNTY OF DADE     )

The foregoing instrument was sworn to before me this 12<sup>th</sup> day  
of February, 1996 by BESS L. JOHNSON, who personally  
appeared before me at the time of notarization, and who is person-  
ally known by me or who has provided Florida Driver's License as  
identification.

NOTARY PUBLIC:

SIGN: 

PRINT: STANLEY B. LEWIS  
STATE OF FLORIDA AT LARGE



STANLEY BLEWIS  
My Commission CC407787  
Expires Sep. 18, 1998  
Bonded by HAI  
R00-422-1555

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the  
the Florida Statutes, the following is submitted, in compliance  
with said Acts:

First--That BJ BEAUTE', INC., desiring to organize under the  
laws of the State of Florida with its principal office, as  
indicated in the Articles of Incorporation at City of Miami, County  
of Dade, State of Florida, has named BESS L. JOHNSON located at  
5301 N.E. 5th Avenue in the City of Miami, County of Dade, State of  
Florida, as its agent to accept service of process within this  
state.

-Acceptance of Agent-

ACKNOWLEDGEMENT:

Having been named as registered agent and to accept service of  
process for the above stated corporation at the place designated in  
this certificate, I hereby accept the appointment as registered  
agent and agree to act in this capacity. I further agree to comply  
with the provisions of all statutes relating to the proper and  
complete performance of my duties, and I am familiar with and  
accept the obligations of my position as registered agent.

BY: BESS L. JOHNSON  
BESS L. JOHNSON

DATE: 2-12-96