

P96000036071

THOMAS T. DEMAS
Attorney At Law
Tulal Practice • Personal Injury • Wrongful Death

April 2, 1996

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

2000001789522
-04/22/96--01106--005
****122.50 ****122.50

RE: BRANSON COSMETICS, INC.

Gentlemen:

Please find enclosed herewith, in duplicate, originals of the following to be filed pursuant to the incorporation of **Branson Cosmetics, Inc.**, under the laws of the State of Florida:

- (a) Articles of Incorporation
 - (b) Designation of Resident Agent in duplicate
 - (c) Filing fee of Articles \$35.00
Certified copy of Articles 52.50
Filing fee of Resident Agent 35.00
- Total check enclosed \$122.50

It is requested that this filing be accepted in full compliance with the Florida Laws regarding corporations. Please return a certified copy of the Articles to the address indicated above. Prompt notification of further documentation procedures or fees required will be appreciated.

Very sincerely yours,


Thomas T. Demas

TTD:dse

Enclosures

96 APR 22 PM 5:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GB 4/25/96

ARTICLES OF INCORPORATION
OF
BRANSON COSMETICS, INC.

96 APR 22 11:19:13

FILED
6/1/83

The undersigned subscribers to these Articles of Incorporation, a natural person to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of this corporation is **BRANSON COSMETICS, INC.**, and the mailing address of this corporation is Route 17, Box 2181, Lake City, Florida 32055.

ARTICLE II
NATURE OF BUSINESS

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

ARTICLE III
POWER

This corporation is authorized and empowered to do all things necessary to carry on and accomplish the purposes for which it is organized and chartered, including all authority and power granted by Florida Law.

ARTICLE IV **CAPITAL STOCK**

Section 1: The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal par value of \$1.00 per share.

Section 2: All certificates of stock shall be signed by the President and Secretary and shall be sealed with the corporate seal. Certificates of stock shall be in the form adopted by the stockholders at their first meeting and as attached to the Minutes of the first meeting of the stockholders and identified as the form of the stock certificates for this corporation. All certificates shall be consecutively numbered.

Section 3: In case of loss or destruction of certificate of stock, no new certificate shall be issued in lieu thereof except upon satisfactory proof, to the officers required to sign the same, of such loss or destruction; and upon giving satisfactory security, by bond or otherwise, against loss to the corporation any such new certificates shall be plainly marked "duplicate" upon its face.

ARTICLE V **INITIAL CAPITAL**

The amount of capital with which this corporation will begin is not less than Five Hundred Dollars (\$500.00).

ARTICLE VI
TERM OF EXISTENCE

The corporation is to begin existing upon filing of these Articles of Incorporation, and perpetually from that day forth.

ARTICLE VII
DIRECTORS

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE VIII
SUBSCRIBERS

The names and addresses of the subscribers of these Articles of Incorporation are:

NAME**ADDRESS**

Shirley J. Branson

Route 6, Box 351
Lake City, Florida 32025

Joseph D. Branson

Route 6, Box 351
Lake City, Florida 32025**ARTICLE IX
INITIAL ADDRESS**

The initial address and registered office of this corporation in the State of Florida shall be Route 17, Box 2181, Lake City, Florida 32055. The stockholders may from time to time move the principal or registered office to any other address in Florida. The name of the initial registered agent at such address is Shirley J. Branson and the mailing address of registered agent is Route 17, Box 2181, Lake City, Florida 32055.

**ARTICLE X
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida. Every amendment shall be approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the stockholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.


ARTICLE XI
OFFICERS

Officers of this corporation shall not be required to be stockholders.

ARTICLE XII
UNISSUED STOCK AND RESTRICTION ON SALE
OR DISPOSITION OF STOCK

The corporation shall have the power to include in its by-laws any regulatory or restrictive provisions relating to the proposed sale, transfer or other disposition of any of its outstanding stock by any of its stockholders during their lifetime and in the event of death of any of its stockholders.

IN WITNESS WHEREOF, the undersigned subscribers have executed these
Articles of incorporation, this 2nd day of April, 1996.


SHIRLEY J. BRANSON


JOSEPH D. BRANSON

STATE OF FLORIDA
COUNTY OF COLUMBIA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized
in the State and County named above to take acknowledgments personally appeared,
SHIRLEY J. BRANSON and JOSEPH D. BRANSON, to me well known to be the
persons described as subscribers in and who executed the foregoing Articles of
Incorporation, and they acknowledged before me that they subscribed to those Articles
of Incorporation.

WITNESS my hand and official seal in the County and State named above, this
2nd day of April, 1996.

(NOTARIAL
SEAL)



DIANE S. EDENFIELD
MY COMMISSION # CC368429 EXPIRES
May 26, 1998
BONDED THRU TROY FAHNSCHULZ, LLC

Diane S. Edenfield
Notary Public, State of Florida

DIANE S. EDENFIELD

(Print or type name)

My Commission Expires:

26 APR 22 PM 10:03

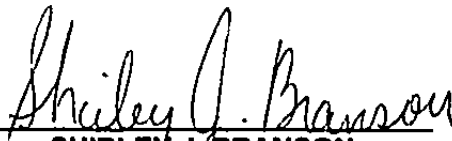
**CERTIFICATE DESIGNATING PLACE OF BUSINESS,
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First, that **BRANSON COSMETICS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as directed in the Articles of Incorporation at the City of Lake City, County of Columbia, Florida has named **SHIRLEY J. BRANSON**, located at Route 17, Box 2181, Lake City, Florida, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above styled corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act, relative to keeping open said office.


SHIRLEY J. BRANSON