

John T. Gatti, E.A.
Accountant and Tax Consultant
P. O. Box 740592
Orange City, Florida 32774-0592

(407) 668-7443

P960000037950
April 22, 1996

Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32314

Attention: Filing Section

RE: The Beauty Shoppe, Inc.

Gentlemen:

900001796559
-04/26/96--01082--012
*****70.00 *****70.00

Enclosed please find the original and one copy of Articles
of Incorporation, together with a check in the amount of \$70.00.

This represents the cost for Filing Fees and Fee for
Registered Agent Designation for the above named corporation.

Very truly yours,


John T. Gatti

FILED
55 APR 26 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

25-25
25-25

ARTICLES OF INCORPORATION

OF

THE BEAUTY SHOPPE, INC.

FILED
MAR 22 1963
CLERK OF CIRCUIT COURT
JACKSONVILLE, FLA.

The undersigned, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is THE BEAUTY SHOPPE, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing as of the effective date these Articles of Incorporation are executed by the subscriber hereto.

ARTICLE III. GENERAL PURPOSE

The purpose for which this corporation is initially organized is to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others, which price, in the case of par value shares, may be in excess of par.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

33149 Evergreen Road
DeLand, Florida 32720

and the name of the initial registered agent of this corporation at this address is:

Ann-Marie Johnson

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws. The names and street addresses of the members of the initial board of directors who shall hold office until the first annual meeting of shareholders of the corporation or until their successors are elected or appointed and have qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Anne-Marie Johnson	33149 Evergreen Road DeLand, Florida 32720

ARTICLE VIII. INCORPORATORS

The name and address of the corporation's incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Anne-Marie Johnson	33149 Evergreen Road DeLand, Florida 32720

ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to reservation.

ARTICLE X. RESTRICTIONS ON TRANSFER OF CAPITAL STOCK

Unless otherwise provided in the corporation's by-laws, no shares of the capital stock of this corporation may be transferred without prior approval of the corporation's board of directors.

ARTICLE XI. INDEMNIFICATION

The corporation shall indemnify its officers, directors and authorized agents for all liability incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under the Florida law existing now or hereinafter enacted.

ARTICLE XII. EFFECTIVE DATE

These Articles of Incorporation are to be effective as of April 22, 1996.

IN WITNESS WHEREOF, the undersigned subscriber has executed the Articles of Incorporation this twenty-third day of April, A.D., 1996.

Anne-Marie Johnson
Anne-Marie Johnson, Incorporator

STATE OF FLORIDA
COUNTY OF VOLUSIA

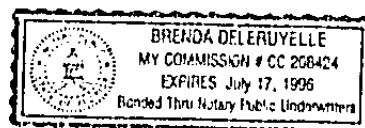
I hereby certify that this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared Anne-Marie Johnson, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 23rd day of April, A.D., 1996.

Brenda DeLeruyelle
Notary Public, State of Florida

My Commission Expires: 7-17-96

I D - Personally Known



CERTIFICATE OF REGISTERED AGENT

OF

THE BEAUTY SHOPPE, INC.

The above named corporation designed to organize under the laws of the State of Florida with its principal office being located at 33149 Evergreen Road, DeLand, Florida 32720, as indicated within the Articles of Incorporation, within the County of Lake County, Florida, herein names, Anne-Marie Johnson, as resident agent, whose address is 33149 Evergreen Road, DeLand, Florida 32720, to accept service of process within this State.

Having been named to accept Service of Process for the above stated corporation at the 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 said office open.

Anne-Marie Johnson
Anne-Marie Johnson

State of Florida
County of Volusia

Before me personally appeared, Anne-Marie Johnson, to me well known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that she executed said instruments for the purposes therein expressed.

WITNESS my hand and official seal this 23rd day of April, A.D., 1996.

Brenda Delesmuelle
Notary Public, State of Florida

My Commission Expires: 7-17-96

I D - Personally Known

