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JOEL MILLER
Lawyer
Florida Supreme Court Certified Mediator
500 N. E. Third Avenue
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July 3, 1996

Department of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

100001886761
-07/09/96--01007--009
***122.50 ***122.50

Re : Bloomin-Nails -Hair, Inc.

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50 , representing payment of the following:

Filing fee Charter	35.00
Certified copy fee	52.50
Registered agent fee	35.00

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your courtesies in this matter.

Very truly yours,

Joel Miller
Joel Miller
JM:jm

Please call when filed. Thanks

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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D. BROWN JUL 11 1996

ARTICLES OF INCORPORATION
OF

BLOOMIN - NAILS & HAIR, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is: BLOOMIN - NAILS & HAIR, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 5,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be: Joel Miller, 500 Northeast Third Ave, Ft. Lauderdale, FL.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR.

The names of the initial directors of this Corporation and their street addresses are:

JOEL MILLER
500 N.E. 3 Avenue
Fort Lauderdale, Florida 33301

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MILLER, JOEL - FLORIDA

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor(s) are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

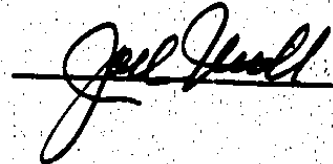
The name and street address of each person signing these Articles of Incorporation as an Incorporator is:

JOEL MILLER
500 N.E. 3 Avenue
Fort Lauderdale, Florida 33301

ARTICLE IX. AMENDMENT.

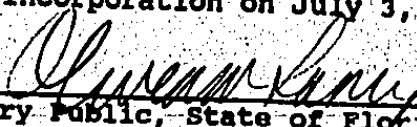
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this July 3, 1996.



STATE OF FLORIDA
COUNTY OF DOWARD

BEFORE ME, a Notary Public, personally appeared JOEL MILLER to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation on July 3, 1996.



Notary Public, State of Florida at Large
My commission expires:

(SEAL)



RESIDENT AGENT CERTIFICATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served


In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Bloomin-Nails & Hair, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 500 N.E. Third Ave., Ft. Lauderdale, FL. 33301, has named Joel Miller, located at 500 N.E. Third Ave. Ft. Lauderdale, FL. 33301, County of Broward, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open

Joel Miller
.....
Registered Agent

Oliveann Lancy
 **OLIVEANN LANCY**
COMMISSION # CC 463818
EXPIRES MAY 15, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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