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EMPIRE CORPORATE KIT
FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY

DEPARTMENT OF STATE

STATE OF FLORIDA

409 EAST GAIL STREET

TALLAHASSEE FL 32399

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MIAMI FL 33135

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((H96000009738))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: UNWANTED HAIR CLUB, INC.,

FAX AUDIT NUMBER: H96000009738

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TALLAHASSEE, FLORIDA

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EMPIRE CORPORATE KIT

SECRET
FALL 1996

96 JUL 15 PM 12:35

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ARTICLES OF INCORPORATION
OF
UNWANTED HAIR CLUB, INC.

I, Linda M. Smith, in order to form a corporation for profit under and pursuant to the laws of the State of Florida, as contained in the "Florida General Corporation Act" as amended, certifies as follows:

Article I

Name

The name of this corporation is: UNWANTED HAIR CLUB, INC., and the principal office address shall be: 1037 Kane Concourse, Bay Harbor Islands, Florida 33154.

Article II

Duration

The duration of the corporation shall be perpetual.

Article III

Nature of Business

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida General Corporation Act.

Without limiting the scope and generality of the foregoing, the corporation may engage in the following activities:

To offer services to the general public for the painless removal of unwanted body hair, as well as facials, body treatments, manicures and pedicures.

To purchase, lease or otherwise acquire and to hold, own, sell or dispose of real and personal property of all kinds and in particular land, buildings, concessions, leaseholds, business concerns and undertakings, shares of stock, mortgages, bonds, debentures, and other securities, merchandise, book debts and claims, trade marks, trade names, patents and patent rights, copyrights and any interest in real and personal property.

To buy, sell, manufacture, repair, alter and exchange, let on hire, export and deal in all kinds of articles and things, either real or personal, which may be required for the purposes of any businesses, or commonly supplied or dealt in by persons, engage in any such businesses, or which may seem capable of being profitably dealt with in connection therewith.

LINDA M. SMITH, ESQ.
FLORIDA BAR NO 289310
11800 BISCAYNE BLVD., SUITE 200
MIAMI, FL 33181
(305) 266-6434

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Articles of Incorporation
UNWANTED HAIR CLUB, INC.
July 12, 1996
Page two

To buy, sell, manufacture, repair, alter and exchange, let on hire, export and deal in all kinds of articles and things, either real or personal, which may be required for the purposes of any business, or commonly supplied or dealt in by persons, engage in any such businesses, or which may seem capable of being profitably dealt with in connection therewith.

To manufacture, buy, sell, deal in, and to engage in, conduct and carry on the business of manufacturing, buying, selling and dealing in goods, wares and merchandise of every class and description necessary or useful for the operations of this corporation.

To take over and operate the business of firms, corporations and individuals to such extent and in such manner as is permitted under the laws of Florida relating to business corporations, and to acquire and hold the securities of other corporations.

To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized under the laws under which the corporation is organized and any and all acts amendatory thereof and supplemental thereto.

Article IV

Capital Stock

Authorized Capital. The aggregate number of shares which may be issued by the corporation is One Thousand (1,000) shares, par value One Dollar (\$1.00) per share, all of which shall be common stock.

Article V

Initial Registered Agent and Office

(a) The name and address of the initial registered agent and office of this corporation is as follows:

Linda M. Smith, Esq.
11900 Biscayne Blvd., Suite 200
Miami, FL 33191

(b) In compliance with Section 48.091, Florida Statutes, the following statement is submitted:

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Linda M. Smith
Registered Agent

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Articles of Incorporation
UNWANTED HAIR CLUB, INC.
July 12, 1996
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Article VI

Officers and Directors

(a) Number. The initial board of directors shall consist of one (1) person. The number of directors may be increased or decreased from time to time by an amendment of the bylaws of the corporation, in the manner provided by law, but shall never be less than one.

(b) Initial Officers and Director. The name and street address of the initial officers and board of directors of this corporation is as follows:

Name	Address
(P/S/D) Eva Taub	1037 Kane Concourse Bay Harbor Islands, FL 33154

(c) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

Article VII

Incorporator

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

Name	Address
Linda M. Smith, Esq.	11900 Biscayne Blvd., Suite #200 Miami, Florida 33181

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12th day of July, 1996.


Linda M. Smith
Incorporator

Articles of Incorporation
UNWANTED HAIR CLUB, INC.
July 12, 1996
Page four

STATE OF FLORIDA)
COUNTY OF DADE } ss.

The foregoing instrument was acknowledged before me this day by Linda M. Smith, who is personally known to me or who has produced her Florida Driver's License as identification and who did take an oath.

12th IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of July, 1996.



GLEN DOUGLAS WEIL
My Commission Expires
Expires Nov. 14, 1999

Glen Douglas Weil
Notary Public
Name: Glen Douglas Weil
Commission No.: CC509897

My commission expires: November 14, 1999

FILED
96 JUL 15 PM 12:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COPIAS

LINDA M. SMITH

ATTORNEY AT LAW

**BISCAYNE CENTRE • SUITE 200
11900 BISCAYNE BOULEVARD
MIAMI, FLORIDA 33181**

**POST OFFICE BOX 546702
MIAMI, FLORIDA 33154**

**TELEPHONE (305) 866-8434
FACSIMILE (305) 866-7159**

P96000058972

December 13, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attn: Amendment Section

**800002032558---7
-12/18/96--01064--011
*****87.50 *****87.50**

Re: UNWANTED HAIR CLUB, INC.

Dear sir or madam:

Please find enclosed one (1) original and one (1) copy of Articles of Amendment for the above-named corporation. In addition, I enclose my trust account check in the amount of \$87.50 which represents your filing and certified copy fees.

Please file the original of the enclosed Articles of Amendment and return a stamped copy and a certified copy to me in the enclosed stamped return envelope.

Your prompt attention to this matter is greatly appreciated.

Very truly yours,

Linda M. Smith
Linda M. Smith

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 DEC 18 PM 1:14

APPROVED
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LMS:gdw

Enc.

OK
12-18-96
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Amend
\$ Cert Copy

ARTICLES OF AMENDMENT
of
UNWANTED HAIR CLUB, INC.

The Articles of Incorporation of **UNWANTED HAIR CLUB, INC.**, a Florida corporation, filed with the Florida Department of State on July 15, 1996 under Document Number P96000058972 and they hereby are amended in the following particulars:

1. Article VI., be and it is hereby amended to read as follows:

ARTICLE VI. - OFFICERS AND DIRECTORS

(a) Number. The board of directors shall consist of one (1) person. The number of directors may be increased or decreased from time to time by an amendment of the bylaws of the corporation, in the manner provided by law, but shall never be less than one.

(b) Officers and Director. The name and street address of the officers and board of directors of this corporation are as follows:

Name	Address
(P/D) Eva Taub	1037 Kane Concourse Bay Harbor Islands, FL 33154
(VP) Stanley Shaland	2582 N.E. 206 Terrace North Miami Beach, FL 33180
(S/T) Anabelle Taub	2582 N.E. 206 Terrace North Miami Beach, FL 33180

(c) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

2. The foregoing amendment was adopted by the sole director and shareholder of the corporation on October 21, 1996.

IN WITNESS WHEREOF, the undersigned officer and director of this corporation has executed these Articles of Amendment this 21 day of October, 1996.

UNWANTED HAIR CLUB, INC.

BY: Eva Taub
Eva Taub
President & Director

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 21 day of October, 1996 by Eva Taub as President and Director of UNWANTED HAIR CLUB, INC., a Florida corporation, on behalf of the corporation. She is personally known to me and did not take an oath.

Linda M. Smith
Notary Public
Name:
Commission No.

My commission expires:



LINDA M. SMITH
MY COMMISSION # 0040306 EXPIRES
August 27, 1999
BRUNNEN TONER TONER PAPER INDUSTRIES, INC.

APPROVED
AND
FILED
96 DEC 18 10 11 AM
SECRETARY OF STATE
TALLAHASSEE
FLORIDA