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SCURLING OF STATE TALLAHASSEE, FLORIDA

August 15, 1996

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

RE: Bode Enterprises, Inc. filing

100001924471 -08/16/36--01065--016 ****122.50 ****122.50

Dear Sir/Madam:

Enclosed is a check in the amount of \$122.50 for the filing fee. Please return to my office a certified copy of the Articles of Incorporation of Bode Enterprises, Inc. Thank you for your time and attention to this matter.

Very truly yours,

M. D. Purcell, Jr.

MDP/mjh

8/20/36

APPLICATION FOR RESERVATION OF CORPORATE NAME

To: Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

The persons listed below do hereby apply for reservation of the following corporate name:

Requested Name: Bode Enterprises, Inc.

State of Incorporation: Florida

Name of Reserving Agent: Laura Elizabeth Bode

Address of Reserving Agent: 912 Clearcreek Dr., Tampa, Florida 33613.

County of Incorporation: Hillsborough

Number of days requested to reserve name: 60

The incorporator does hereby apply for reservation of the above corporate name for a period of 60 days following the issuance of a certificate of reservation.

Dated: August 15, 1996

CERTIFICATE AND ARTICLES OF INCORPORATION

OF

BODE ENTERPRISES, INC.

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TÄLLAHASSEE, FLORIFA

The undersigned persons, having the age of eighteen (18) years or more, have associated for the purpose of forming a corporation under the laws of the State of Florida and does hereby adopt the following Certificate and Articles of Incorporation.

- 1. Name. The name of this corporation is Bode Enterprises, Inc.
- 2. Purpose and Powers. This corporation is organized for the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time, and specifically but not limited thereof, the purpose of: Cosmetology services and investment.

This corporation shall have the broad general powers set forth by regulation and statute in this state.

- 3. **Duration.** The duration of this corporation shall be for inperpetuity.
- 4. Statutory Agent. The corporation appoints Laura Elizabeth Bode who is a bona fide resident of Florida. This appointment may be revoked at any time in accordance with the rules of the State of Florida.
- Registered Place of Business. The initial registered place of business shall be:
 Street Address: 912 Clearcreek Dr., Tampa, Florida 33613.

Mailing Address: 912 Clearcreek Dr., Tampa, Florida 33613.

Copies of all corporate records shall be kept at the registered place of business.

The registered address and the principal address are the same.

6. Board of Directors. The number of directors of the corporation shall be fixed and may be altered from time to time as may be provided in the bylaws. In case of any increase in the number of directors, the additional directors shall be elected by the shareholders at an annual or special meeting, as shall be provided in the bylaws.

The initial Board of Directors shall consist of two persons, who shall serve until their successors are qualified according to the bylaws, and whose names and address are:

Laura Elizabeth Bode, 912 Clearcreek Dr., Tampa, Florida 33613.

Bruce David Bode, 912 Clearcreek Dr., Tampa, Florida 33613.

- 7. Amendment of Bylaws. Both the shareholders and the board of directors shall have the power to amend the bylaws as provided in the bylaws.
- 8. Incorporators. The name and address of the undersigned incorporator is:

Laura Elizabeth Bode, 912 Clearcreek Dr., Tampa, Florida 33613.

All powers, duties and responsibilities of the incorporator shall cease at the time of delivery of this Certificate and Articles of Incorporation to the person or department with whom the Articles are filed.

- 9. Commencing Business. The minimum amount of capital with which the corporation shall commence business is zero (\$0.00) dollars.
- 10. Capital Stock. The authorized capital stock of the corporation shall be as follows:

The number of Class "A" shares of common voting stock shall be five-thousand (5,000) shares with a par value of one dollar (\$1.00) per share.

The shareholders of the corporation at any duly constituted meeting may, by resolution having unanimous approval of all holders of stock outstanding and issued and recorded in writing in the minutes of a meeting, places such restrictions upon the transfer or encumbrance of the capital stock of the corporation as they deem advisable, so long as such restriction is reasonable and not an undue restraint or alienation of stock. At such meeting the shareholders may determine the method by which the restrictions upon transfer or encumbrance of the capital stock of the corporation may thereafter be rescinded or modified, and in the absence of such a determination, such restrictions shall be rescinded or modified, only by unanimous approval of all the shareholders at a meeting called for such purpose. All such restrictions on the transfer or encumbrance of a stock of this corporation shall be recorded on all certificates of stock in every shareholder, his heirs, assigns and personal representatives.

11. Preemptive Rights. Any preemptive rights that are to be granted to the stockholders are as follows:

All stock of the corporation shall be subject to these restrictions and have endorsed thereon the appropriate notice contained in this paragraph.

Other preemptive rights adopted by this corporation are as follows: None.

No other preemptive rights will be amended into the Certificate and Articles of Incorporation without ½ vote of the stockholders.

- 12. Other Provisions. There are no other provisions.
- 13. Additional Articles. The corporation adopts the following additional articles, as required by the laws of this state:

None.

14. Statutory/ Registered Agent Verification. Having been designated to act as Statutory/

Registered Agent, I hereby consent to act in that capacity until removed or until my resignation is 96 AUG 16 AN 10: 38 submitted in accordance with the laws of this state.

The Statutory/ Registered Agent can be reached at the following address: Laura Elizabeth Bode, 912 Clearcreek Dr., Tampa, Florida 33613.

Signature of Statutory/Registered Agent

IN WITNESS WHEREOF, the following incorporator has signed these Articles of Incorporation, intending that they become effective as of this date: August 1511996.

printed Name

<u>Signature</u>

THE AFORESIGNED, Laura Elizabeth Bode, having shown Florid & Driver's Licuser as proof of identification, has SWORN TO AND SUBSCRIBED before me, this 15 day of August, 1996.

STATE OF FLORIDA

My Commission Expires:

96000069107 Pizazz Salda 8035 E. Busch Divd. Tampa, FL 33817 City/State/Zip Phone # Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) 3. (Corporation Name) (Document #) (Corporation Name) (Document #) □ Walk in Pick up time Certified Copy ☐ Will wait Photocopy Mail out Certificate of Status NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/ Director Limited Liability Change of Registered Agent **Domestication** Dissolution/Withdrawal Other Merger PREGISTRATION/ OTHER FILINGS **QUALIFICATION** Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark

Examiner's Initials

CR2E031(1/95)

Other

Florida Department of State, Sandra B. Mortham, Secretary of State

OFFICER / DIRECTOR RESIGNATION

I, Bruce Bode hereby resign as Director (Title)

of Corporation organized under the laws of the State of Loving and affirm that the corporation has been notified in writing of the resignation.

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

CR2E044(10/96)