

896000080169

TRANSMITTAL LETTER

Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Fl 32314

SUBJECT: ELVIRA'S BEAUTY PARLOR

100001342721
-09/10/96--01010--003
***225.00 ***122.50

Enclose is an original and one copy of the articles of incorporation.

FROM: ELVIRA'S BEAUTY PARLOR

Maria Elvira Franco
1944 NW 17th Avenue
Miami, Fla 33125

W96-19137

FILED
96 SEP 27 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL SEP 1 1996

AL SEP 27 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 11, 1996

MARIA ELVIRA FRANCO
1944 NW 17TH AVE.
MIAMI, FL 33125

SUBJECT: ELVIRA'S BEAUTY PARLOR
Ref. Number: W96000019137

We have received your document for ELVIRA'S BEAUTY PARLOR and your check(s) totaling \$225.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 496A00042331

CERTIFICATE OF INCORPORATION
OF

ELVIRA'S BEAUTY PARLOR CORPORATION

FILED

96 SEP 27 PM 2:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, in order to form a Corporation for the profit for the purpose hereinafter stated, under and pursuant to the provisions of the Florida Statutes, do hereby subscribe to this certificate of Incorporation, and do adopt the following Articles of Incorporation:

ARTICLES OF INCORPORATION

ARTICLE I

The name of the Corporation shall be:

ELVIRA'S BEAUTY PARLOR CORPORATION

ARTICLE II

The general nature of the business and objects and purposes to be transacted and carried on by this Corporation shall be:

- a. This Corporation is organized with the purpose to engage in the BEUTY SALON SERVICES business and all other lawful activities permitted under the laws of the State of Florida and the United States of America.
- b. To enter into, make and perform contracts of every kind, for any lawful purpose, without limit as to amount, with any person, firm association or corporation, town, city, country, state, territory or government.
- c. To purchase or otherwise acquire, and to hold, own, maintain or otherwise dispose of and deal in lands and leaseholds, and any franchises, rights in real property, and personal or mixed property, and any rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed and to have any and all powers above set forth as fully as natural person, whether as principals, agents trustees or otherwise.
- d. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations organized under the laws of the State of Florida or any other state or government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the rights to vote thereon.
- e. To purchase, hold, sell and transfer the shares of its own capital stock; provide it shall not use its funds or property for the purchase of its own shares of capital stock except from the surplus of its assets over its liabilities including capital; and provided further that shares of its own capital stocks

belonging to it shall not be voted upon directly or indirectly, nor counted as outstanding for the purpose of any stockholders quorum or votes..

f. To do all and everything necessary and proper for the accomplishment of the objectives enumerated in these Articles of corporation or any amendment to the Certificate of Incorporation as necessary or incidental to the protection and benefit of this Corporation and in general to carry on any lawful business necessary or incidental to the attainment of the objectives aforesaid Corporation whether or not such business is similar in nature to the objects set forth in these Articles of Incorporation and to do any all things herein before set forth the same extent as natural person might or could do.

ARTICLE III

The maximum number of shares of stocks which this corporation shall have outstanding any time shall be 500 shares all of which shall be of \$10.00 per value and each of which shares shall be issued fully paid and non-assessable, and shall be payable in lawful m one of the United State of America, or in service or property at just valuation, to be fixed by the directors of this corporation at the organizational meeting, or any other meeting held for that purpose.

ARTICLE IV

The initial registered office of the corporation is MARIA ELVIRA FRANCO and the initial registered agent at such address is: 1944 N.W. 17 AVE. MIAMI, FL. 33125.

ARTICLE V

This Corporation is to have perpetual existence.

ARTICLE VI

The initial Post Office Address of the principal office of this corporation in the State of Florida is 1944 N.W. 17 AVE. MIAMI, FL 33125.

ARTICLE VII

This Corporation shall have 1 director, initially, The number of directors may be increased or diminished from time to time, by law adopted by the stockholders, but never less than one.

ARTICLE VIII

The names and post office addresses of the first Board of Directors and officers of this Corporation, who shall hold office for the first year of its existence or until successors are elected and qualified, are as follow:

MARIA ELVIRA FRANCO, PRESIDENT-TREASURE, 1944 N.W. 17 AVE. MIAMI, FL 33125
(full name) (title) (address)

ARTICLE IX

The names and post office addresses of the subscribers to this Certificate of Incorporation and the number of shares each agrees to take and the value of the consideration paid thereof, the total aggregate amount of which is not less than the amount of capital with which the corporation will begin business, is as follows:

MARIA ELVIRA FRANCO, PRESIDENT-TREASURE, 1944 N.W. 17 AVE. MIAMI, FL 33125
(full name) (title) (address)

ARTICLE X

The management and control of the business of the Corporation shall be conducted under the directions of the Board of directors by the offices who shall be elected by the Board of Directors, to-wit: a President, one or more Vice-President, a Treasurer, and a Secretary; one or more of said officers may hold one or more offices except that the President may not also be the Secretary of Assistant Secretary. No person holding two offices shall act in or execute any instrument in the capacity of more than one office.

ARTICLE XI

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 a majority of the stock entitled to vote thereon.

ARTICLE XII

In furtherance, and not in limitation of the powers conferred by Statutes the Board of Directors is expressly authorized:

- a. To adopt and amend the by laws of this Corporation, provided the amendments thereto are not inconsistent with the by-laws adopted by the stockholders.
 - b. To authorized and cause to be executed mortgages and liens upon the real and personal property of this Corporation.
 - c. To set apart out of any funds of the corporation available for dividends a reserve or reserves in the manner in which it was created.
 - d. When and as authorized by the affirmative vote of stockholders of record holding stock in the Corporation entitling them to exercise at least a majority of the voting power given at stockholders' meeting duly called for that purpose, or when authorized by the written consent of stockholders of record holding stock in the corporation entitling them to exercise at least a majority of the voting power, to sell, lease, or exchange all of this property and assets, in clouding its good will and its corporate franchises, or any property of assets essential to the business of the corporation, upon the terms and conditions as its Board of Directors deem expedient and for the interest of the Corporation.
- IN WITNESS WHEREOF, the incorporators have hereunto set their respective hands and seal this
25 day of JULY, 1996.



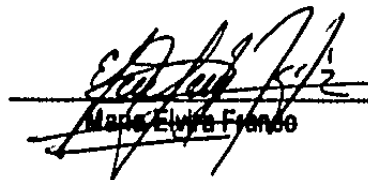
MARIA ELVIRA FRANCO (SEAL)

STATE OF FLORIDA)

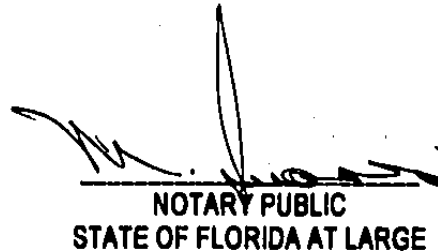
SS#

COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared MARIA ELVIRA FRANCO to me to be known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledge before that they subscribed to those Articles of Incorporation.


Maria Elvira Franco

Sworn to and subscribed before me on this 25 day of JULY, 1996.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



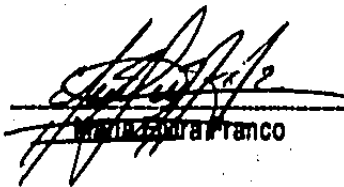
M. SUAREZ
COMMISSION # CC 804470
EXPIRE: AUG 04, 2000
BONDED THROUGH
ATLANTIC BONDING CO., INC.

STATE OF FLORIDA)

SS#

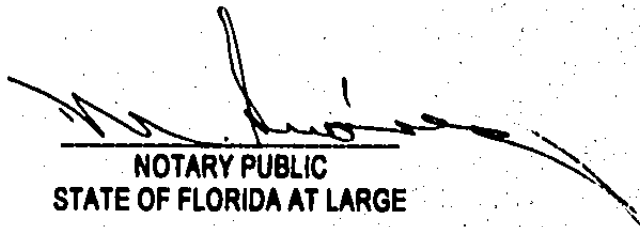
COUNTY OF DADE)

Before me, the undersigned authority, personally appeared MARIA ELVIRA FRANCO, to me known to be the person described as the Resident Agent and Initial Registered Agent, as set forth in these Articles of Incorporation.



Maria Elvira Franco

Sworn to and subscribed before me on this 25 day of JULY, 1996.



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission Expires:



A. SUAREZ
COMMISSION # CC 884479
EXPIRES: AUG 04, 2000
BOA # ED 178U
ATLANTIC BONDING CO., INC.

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED
96 SEP 27 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDESIGNED CORPORATION, organized under the laws of the State of Florida, submits the following
statement in designating the registered office/registered agent, in the the State of Florida.

1. The name of the corporation is: ELVIRA'S BEAUTY PARLOR

2. The name and address of the registered agent and office is :

MARIA F VIRA FRANCO
1944 NW 17th AVENUE
MIAMI, FL 33125

SIGNATURE: 

TITLE: PRESIDENT-TREASURE

DATE: JULY 25, 1996

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR
THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS
CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM
FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: 

DATE: JULY 25, 1996