

10/11/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: IMELDA BEAUTY PRODUCTS, INC.

AUDIT NUMBER.....H96000014397

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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OCT 14 1996
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 14, 1996

EMPIRE

SUBJECT: IMELDA BEAUTY PRODUCTS, INC.
REF: W96000021705

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

PREPARER'S INFO NEEDS TO BE LEGIBLE.

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) 487-6933.

Dana Calloway
Document Specialist

FAX Aud. #: H96000014397
Letter Number: 996A00046612

ARTICLES OF INCORPORATION H 96 00 001 4387

OF

IMELDA BEAUTY PRODUCTS, INC.

We, the undersigned, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purposes set forth below, hereby subscribed to these Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: IMELDA BEAUTY PRODUCTS, INC.

ARTICLE II - PURPOSE

The purpose and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

B. To purchase for investment and resale, and to traffic in land, property, houses and building and other property of any nature. To create, sell, and deal in freehold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.

C. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, including bonds, debentures or other obligations of this corporation, whether secured by mortgage pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful objects.

D. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidence of indebtedness, created by any corporation and while owner of such stock or evidences of indebtedness to exercise all of the rights, powers and privileges of ownership including the right to vote according to the rights of said instruments and agreements.

E. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.

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OCT 14 PM 9 15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HERBERT J. KAPLAN, P.A., C.P.A.
9310 SW 6 COURT
PEMBROKE PINES, FL 33025
954-433-4342

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ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is:

ONE THOUSAND/1000

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services actually performed for the corporation, at just valuation to be fixed by the stockholders or by the directors at a meeting called for such purposes.

ARTICLE IV - PRE-EMPTIVE RIGHTS

Every shareholder, upon a sale for cash of 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price which is offered to others.

ARTICLE V - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 shares. Shares shall have a par value of \$ 1.00 per share.

ARTICLE VI - DURATION

The existence of this corporation shall be perpetual.

ARTICLE VII - PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be located at:

17090 N.E. 14 Avenue
203
North Miami Beach, Florida 33162

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ARTICLE VIII - BOARD

The Board of Directors of this corporation shall consist of not less than one member.

ARTICLE - IX - BOARD MEMBERS

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation the manner now or hereafter prescribed by the Statutes, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE X - REGISTERED AGENT

The registered agent and the registered office for this corporation are:

Joseph Klemba
17090 N.E. 14th Avenue # 203
North Miami Beach, Florida 33162

ARTICLE XI - INCORPORATOR

The names and addresses of the persons signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Stuart Arrow	17090 N.E. 14 Avenue # 203 North Miami Beach, FL 33162
Joseph Klemba	17090 N.E. 14 Avenue # 203 North Miami Beach, FL 33162

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

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Imelda Beauty Products, Inc.
2. The name and address of the registered agent and office is:

Joseph Klemba
17090 N. E. 14 Avenue
203
North Miami Beach, Florida 33162

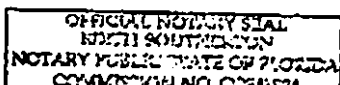
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Joseph Klemba
(Signature)

10/8/96
(Date)

State of Florida
Dade County
Edith S. Sullivan
10/8/96

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



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ARTICLE XII

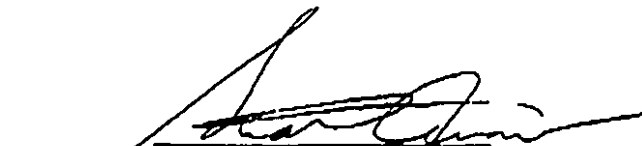
ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT


Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

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STATE
TALLAHASSEE

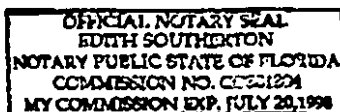

Joseph Klemba
Registered Agent

IN WITNESS WHEREOF, I have hereunto made, subscribed and acknowledged these Articles of Incorporation.


Stuart Arrow, Incorporator


Joseph Klemba, Incorporator

State of Florida
County of Dade
Dated 10/8/96
Edith Southerton



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