

P96000087037

OLLE, MACAULAY & ZORRILLA, P.A.

ATTORNEYS AT LAW

1402 MIAMI CENTER

201 SOUTH BISCAYNE BOULEVARD

MIAMI, FLORIDA 33101

(305) 358-8200

TELECOPIER (305) 358-9617

October 18, 1996

FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

000001982640--3
-10/22/96--01061--012
****122.50 ****122.50

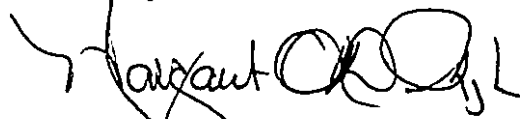
MADISON AVENUE SALONS, INC.

Ladies or Gentlemen:

Enclosed for filing with the Division of Corporations are the Articles of Incorporation of the captioned corporation. Also enclosed is a check in the amount of \$122.50, payable to the Florida Secretary of State, to cover the required filing fee.

Please return the certified copy of the Articles to me in the enclosed prepaid Federal Express envelope.

Sincerely,



Margaret O'D. Ryder
Legal Assistant

MODR

Enclosures

CC: Linda Martens (w/enc)

1702001\L\Florida.Art

96 OCT 21 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

REGISTER OCT 22 1996

ARTICLES OF INCORPORATION
OF
MADISON AVENUE SALONS, INC.

FILED
96 OCT 21 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is MADISON AVENUE SALONS, INC.
Its business mailing address is 2780 West Flagler Street, Miami,
Florida 33135.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activity or
business permitted under the Laws of the United States and
Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is
authorized to have outstanding at any time is 10,000 shares of
common stock having a par value of \$.10 per share.

ARTICLE V - INITIAL
REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be
Olle, Macaulay & Zorrilla, P.A., 1402 Miami Center, 201 South
Biscayne Boulevard, Miami, Florida 33131, and the initial
registered agent of this Corporation at such office shall be Susan
R. Geiger, who upon accepting this designation agrees to comply

with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than seven. The name and address of the director constituting the initial Board of Director is:

<u>Name</u>	<u>Address</u>
Linda Martens	2780 West Flagler Street Miami, Florida 33135

ARTICLE VII - INCORPORATOR

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

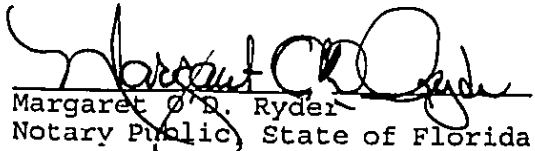
<u>Name</u>	<u>Address</u>
Susan R. Geiger	1402 Miami Center 201 South Biscayne Boulevard Miami, Florida 33131

Susan R. Geiger
Susan R. Geiger, Incorporator

STATE OF FLORIDA)
COUNTY OF DADE) SS:

FILED
96 OCT 21 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing Articles of Incorporation of MADISON AVENUE SALONS, INC. were acknowledged before me this 18th day of October, 1996, by Susan R. Geiger, as Incorporator, who is personally known to me.


Margaret O'D. Ryder
Notary Public, State of Florida

My Commission Expires: _____



Margaret O'D. Ryder
MY COMMISSION # CC566590 EXPIRES
September 15, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

(Seal)

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for MADISON AVENUE SALONS, INC., at the place designated in the Articles of Incorporation, Susan R. Geiger, agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Date: October 18, 1996


Susan R. Geiger