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February 7, 1997

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

RE: Raphael's Hair 'N' Nail Designs, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$70.

This represents the cost of the Filing Fees, Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Kathleen S. Pfaff
Kathleen S. Pfaff

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 FEB 13 AM 8:05

Raphael's Hair 'N' Nail Designs, Inc
6847 S. Federal Highway
Port St. Lucie, FL 34952

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ARTICLES OF INCORPORATION

of

RAPHAEL'S HAIR 'N' NAIL DESIGNS, INC.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

RAPHAEL'S HAIR 'N' NAIL DESIGNS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand shares (1000) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME Kathleen S. Pfaff

ADDRESS 6847 S. Federal Highway One

CITY Port St. Lucie

FLORIDA

ZIP 34952

The principal office, if known, or the mailing address of the corporation is:

NAME Raphael's Hair 'N' Nail Designs, Inc.

ADDRESS 6847 S. Federal Highway One

CITY Port St. Lucie

FLORIDA

ZIP 34952

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME Kathleen S. Pfaff

ADDRESS 6847 S. Federal Highway One

CITY Port St. Lucie

STATE FL

ZIP 34952

NAME

ADDRESS

CITY

STATE

ZIP

NAME

ADDRESS

CITY

STATE

ZIP

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DIVISION OF SECRETARY OF STATE
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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME Kathleen S. Pfaff		
ADDRESS 6847 S. Federal Highway One		
CITY Port St. Lucie	STATE FL	ZIP 34952
NAME		
ADDRESS		
CITY	STATE	ZIP
NAME		
ADDRESS		
CITY	STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 7th
day of Feb., 19 97.

Kathleen S. Pfaff (Seal)

(Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

RAPHAEL'S HAIR 'N' NAIL DESIGNS, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 6847 S. Federal Highway One

Port St. Lucie, FL 34952

has named Kathleen S. Pfaff

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Kathleen S. Pfaff
(registered agent)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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