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LAW OFFICES ♦ DENNIS E. STONE

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March 13, 1997

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-03/17/97--01030--020
*****78.25 *****78.25

Re: **IMPERIAL CUTS, INC.**
Articles of Incorporation

Dear Sir/Madam:

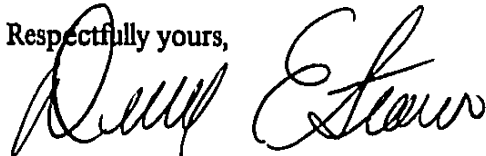
I have enclosed with this letter an original and one copy of the Articles of Incorporation for the above named corporation, together with my check in the sum of \$78.75 payable to the Department of State, which check represents the following fees:

Filing fee	\$ 35.00
Certificate	\$ 8.75
Registered Agent fee	<u>\$ 35.00</u>
Total	\$ 78.75

Please file the original of the Articles of Incorporation and return a dated stamped copy and Certificate to the undersigned attorney

Your prompt attention to this matter would be greatly appreciated.

Respectfully yours,



Dennis E. Stone

encls.

FILED
97 MAR 17 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P. CHESBURN MAR 20 1997

ARTICLES OF INCORPORATION
OF
IMPERIAL CUTS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of incorporation for such corporation:

ARTICLE I - NAME

The name of this Corporation is: **IMPERIAL CUTS, INC.**

ARTICLE II - ADDRESS

The street address of the initial principal office and the mailing address of the corporation is: **775 S.W. 7th Court, Florida City, Florida 33034.**

ARTICLE III - NUMBER OF SHARES

The number of shares the corporation is authorized to issue is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV - DURATION

The period of duration of this Corporation is perpetual.

ARTICLE V - NATURE OF BUSINESS

The purposes for which the Corporation is organized is to engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act and other incorporation laws of the State of Florida and to carry on in any capacity any business or trade deemed legal in the State of Florida or any other state, country, territory or nation.

ARTICLE VI - DIRECTORS/OFFICERS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The name and address of the initial Directors and officers, who shall hold office until the organization meeting of this Corporation and/or until any successor is elected are:

JORGE GUTIERREZ, Director and President
775 S.W. 7th Court, Florida City, Florida 33034

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is: **JORGE GUTIERREZ, 775 S.W. 7th Court, Florida City, Florida 33034.**

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent is: **JORGE GUTIERREZ, 775 S.W. 7th Court, Florida City, Florida 33034.**

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify its officers, directors, employees and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator of **IMPERIAL CUTS, INC.** has executed these Articles of Incorporation on February 28th, 1997.


JORGE GUTIERREZ,
Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned **JORGE GUTIERREZ**, having been designated and named as registered agent **IMPERIAL CUTS, INC.** and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, do 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.

Dated: February 28th, 1997


JORGE GUTIERREZ
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA