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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 MAR 28 PM 11:11
RECEIVED
ALLIANCE
CORPORA

APR - 1 1997
[Signature]
1997

ARTICLES OF INCORPORATION
OF
XPRESS IT HAIR TECNICS, INC.

97 MAR 28 11:11
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

Article I. NAME

The name of this corporation shall be Xpress It Hair Tecnics, Inc.

Article II. PLACE OF BUSINESS

The principal place of business of this corporation shall be 6151 Central Avenue, St. Petersburg, FL 33710

Article II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

Article III. DURATION

This corporation shall exist perpetually.

Article IV. CAPITAL STOCK

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

Article V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6151 Central Avenue, St. Petersburg, FL 33710, and the name of the initial registered agent of this corporation at that address is Eileen M. Rae.

Article VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one director 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. The name and address of the initial director of this corporation is:

Eileen M. Rae
6151 Central Avenue
St. Petersburg, FL 33710

Article VII. OFFICERS

The initial officers of this corporation and their offices shall be as follows:

PRESIDENT	Eileen M. Rae
VICE-PRESIDENT	Eileen M. Rae
SECRETARY	Eileen M. Rae
TREASURER	Eileen M. Rae

Article VIII. INCORPORATOR

The name and address of the person signing these articles is:

Eileen M. Rae
6151 Central Avenue
St. Petersburg, FL 33710


Article IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Article X. EFFECTIVE DATE

This corporation shall become effective upon the filing of these articles.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of March, 1997.


Eileen M. Rae
Incorporator

STATE OF FLORIDA

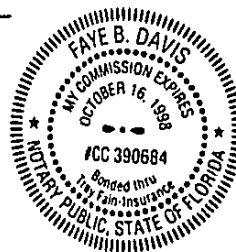
COUNTY OF PINELLAS

BEFORE ME, a notary public, authorized to take acknowledgments in the state and county set forth above, personally appeared Eileen M. Rae, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation as his free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 25th day of March, 1997.


NOTARY PUBLIC

MY COMMISSION EXPIRES:



**CERTIFICATE DESIGNATING
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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 Xpress It Hair Tecnics, Inc.
2. The name and address of the registered agent and office is:

Eileen M. Rae
6151 Central Avenue
St. Petersburg, FL 33710

Signature

Title President

Date

Eileen M. Rae
March 25, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature

Date

Eileen M. Rae
March 25, 1997

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97 MAR 28 AM 11:11
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SECRET