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MIKE KRASNY
DALE A. DETTMER
SCOTT KRASNY

*BOARD CERTIFIED IN TAXATION

March 31, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

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***122.50 ***122.50

RE: The Hair Junction, Inc.

Gentlemen:

You will find enclosed the original and one copy of the Articles of Incorporation of The Hair Junction, Inc. Also enclosed is my trust account check in the amount of \$122.50 to cover the cost of filing and a certified copy of the Articles.

Your assistance in this matter is appreciated.

Very truly yours,

KRASNY AND DETTMER



Scott Krasny

/sr
encs.

FILED
97 APR -1 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/2/97
TD

**ARTICLES OF INCORPORATION
OF
THE HAIR JUNCTION, INC.**

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby subscribes to the formation of a corporation under the laws of the State of Florida.

**ARTICLE I
Name**

The name of this Corporation is THE HAIR JUNCTION, INC.

**ARTICLE II
Term of Existence**

This Corporation shall commence upon the filing of these Articles and shall exist perpetually.

**ARTICLE III
Purpose**

The purpose of this Corporation is to engage in any activity or business lawful under the laws of the State of Florida or the United States of America.

**ARTICLE IV
Capital Stock**

This Corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value, common stock.

The shares of this Corporation are not to be divided into classes.

This Corporation is not authorized to issue shares in series.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
Pre-emptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation shall have the right to purchase his pro-rata share thereof (as nearly as can be done without issuing fractional shares), at the price at which it is offered to others.

ARTICLE VI
Initial Registered Office, Agent and Corporation

The initial street address in Florida of the initial registered office of this Corporation is 2447 N. Wickham Road, #122, Melbourne, FL 32935, and the name of the initial registered agent of this Corporation at that address is George C. McAfee. The initial address of the Corporation is 2447 N. Wickham Road, #122, Melbourne, FL 32935.

ARTICLE VII
Board of Directors

The initial Board of Directors shall consist of one (1) 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 person who shall serve as director until the first annual meeting of shareholders or until her successors shall have been elected and qualified is as follows:

George C. McAfee
1814 Woodbury Circle
Melbourne, FL 32935

ARTICLE VIII
Cumulative Voting

The shareholders of this Corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected multiplied by the number of shares to distribute them among as many candidates as he may wish. Notice must be given to the President of this Corporation not less than twenty-four (24) hours prior to the time set for the holding of the shareholders' meeting for the election of directors that said shareholder intends to accumulate his vote at the election.

ARTICLE IX
Incorporator

The name and address of the initial incorporator is as follows: George C. McAfee, 2447 N. Wickham Road, #122, Melbourne, FL 32935.

ARTICLE X
Amendment to Articles

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholders' meeting with not less than a majority vote of the common stock.

ARTICLE XI
Acceptance by Registered Agent

The Registered Agent is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

IN WITNESS WHEREOF, the undersigned has made and
subscribed to these Articles of Incorporation in Melbourne,
Brevard County, Florida, this 28th day of March, 1997.

George C. McAfee (Seal)
GEORGE C. MCAFEE, Incorporator
and Registered Agent

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me
this 28th day of March, 1997, by GEORGE C. MCAFEE. He is
personally known to me or has produced _____
as identification.

Sharon Riccucci
Notary Public
Printed Name: SHARON RICCUCCI

My Commission Expires:



SHARON RICCUCCI
MY COMMISSION # 00285481 EXPIRES
May 10, 1997
BONDED THRU TROY FAH INSURANCE, INC.

FILED
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97
SECRETARY OF STATE
TALLAHASSEE, FLORIDA