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April 23, 1997

Headlines Hair & Nails, Inc.  
620 South Bay Street  
Eustis, Florida 32726

600002169426--4  
-05/07/97--01051--031  
\*\*\*\*122.50 \*\*\*\*122.50

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


RE: Incorporating

Dear Sirs:

Please find the Articles of Incorporation of Headlines Hair & Nails, Inc. A check in the amount of \$122.50 is also enclosed to cover the fee for this service.

Please accept these articles for filing and return a certified copy to the above address. If you have any concerns, please contact me at (352) 589-1179.

Sincerely,

  
Jerie L. Furst  
President

pg/JF

Enclosure

MAY 12

BSB

FILED  
97 MAY -7 AM 9:34  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

ARTICLES OF INCORPORATION  
of  
HEADLINES HAIR & NAILS, INC.

FILED  
97 MAY -7 AM 9:34  
TALLAHASSEE STATE  
FLORIDA

I, the undersigned, hereby declare the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be: Headlines Hair & Nails, Inc.

ARTICLE II

The general nature of the business of this corporation shall be all lawful business activities permitted under the laws of the State of Florida and under the laws of the United States of America, without exception. This corporation may perform any part of its business outside of the State of Florida and in the other states, colonies or territories of the United States of America, and in all foreign countries.

ARTICLE III

The maximum number of shares of stock of the corporation is authorized to have outstanding at any time shall be ONE THOUSAND (1,000) share of ONE DOLLAR (\$1.00) par value each, which shares will all be COMMON STOCK.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The street address of the initial principle office of this corporation is 620 South Bay Street, Eustis, FL 32726.

The initial registered agent is Jerie L. Furst, whose office address is 620 South Bay Street, Eustis, FL 32726.

ARTICLE VI

The number of directors shall be not less than one. The name of the initial directors of this corporation are:

Jerie L. Furst                      20719 Jemana Drive, Eustis, FL

ARTICLE VII

The name and address of each subscriber of these Articles of Incorporation, and the number of shares of stock each agrees to take are:

Jerie L. Furst	20719 Jemana Drive, Eustis, FL	100 shares
William R. Furst	20719 Jemana Drive, Eustis, FL	100 shares

ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE IX

The By-Laws of this corporation may authorize issuance of both voting and non-voting series of common stock.

  
\_\_\_\_\_  
Jerie L. Furst

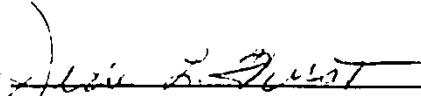
STATE OF FLORIDA       )  
                                  ) SS  
COUNTY OF LAKE       )

BE IT REMEMBERED, THAT ON THIS DAY before me personally appeared Jerie L. Furst, party to the foregoing instrument, know to be such, and they acknowledged before me that they freely and voluntarily made, signed and executed the said instrument for the purposes stated therein, and that the facts therein stated are truly set forth.

WITNESS my hand and seal at Eustis, Florida, this 9th day of April, 1997.

\_\_\_\_\_  
Notary Public  
State of Florida at Large  
My commission expires:

I hereby accept appointment as Registered Agent of Headlines Hair & Nails, Inc:

  
\_\_\_\_\_  
Jerie L. Furst