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LAW OFFICES

JIM E. SOLOMON & ASSOCIATES, P.A.

SUITES 207-209 . CYPRESS BEND PLAZA

1180 SOUTH POWERLINE ROAD

POMPANO BEACH, FLORIDA 33069

ILED | CHETARY OF STATE | STOROGEOPORATES...

97 MAY 19 AM 9: 10

AREA CODE 305

TELEPHONE 971-0111 • 971-6083

TELECOPIER 971-1871

May 14, 1997

Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Re: Pharo's Hair Casis, Inc.

500002182955--6 -05/19/97--01096--008 ******70,00 ******70.00

Dear Sir or Madam:

I am enclosing for filing the original and one (1) copy of the Articles of Incorporation and Certificate of Designation of Registered Agent/ Registered Office for the above-referenced Corporation, together with this Firm's check in the amount of \$70.00 for filing the Articles and for Designation of Registered Agent.

Please file the same and return the filed copy in the self-addressed, stamped envelope enclosed herewith for your convenience.

Thank you for your cooperation in this matter.

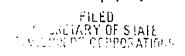
Very truly yours,

JIM E. SOLOMON & ASSOCIATES, P.A.

Vim E. Solomon

JES:bjh Enclosures

cc: Pharo's Hair Oasis, Inc.



ARTICLES OF INCORPORATION OF PHARO'S HAIR OASIS, INC.

97 MAY 19 AM 9: 10

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be: PHARO'S HAIR OASIS, INC.

The business and mailing address of the Corporation shall be:
1960 East Sunrise Boulevard, Fort Lauderdale, Florida 33304.

ARTICLE II. NATURE OF BUSINESS

The purpose for which this Corporation is organized is to transact all lawful business for which Corporations may be organized under the Florida Business Corporation Act (F.S.A. Chapter 607).

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock with a \$1.00 par value.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be: 1180 South Powerline Road, Suite 209, Pompano Beach, Florida 33069, and the name of the initial registered agent of the Corporation at that address is: Jim E. Solomon.

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

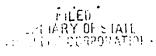
This Corporation shall have one (1) Director, initially. The names and street address of the initial Director who shall hold office for the first year of the Corporation, or until his successor is elected or appointed is:

MICHAEL R. ASTURIAS

1960 East Sunrise Boulevard Fort Lauderdale, Fl. 33304

The undersigned has executed these Articles of Incorporation as Incorporator this 14th day of May, 1997.

Michael R. Asturias, Incorporator



CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

97 MAY 19 AM 9: 10

Pursuant to the provisions of Section 607.0501, 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: PHARO'S HAIR OASIS, INC.
- 2. The name and address of the registered agent and office is:

Jim E. Solomon, Esq.
Jim E. Solomon & Associates, P.A.
1180 South Powerline Road
Suite 209
Pompano Beach, Florida 33069

By: Mulief Chiny.

Michael R. Asturias

Date: May 14, 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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.

Signature:

Jim E. Solomon

Date: May 14, 1997