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May 28, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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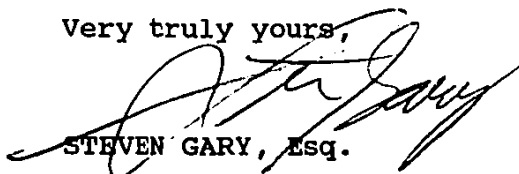
RE: Filing of Articles of Incorporation
of Pamper Me! Hair and Nails, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of the
Articles of Incorporation for the above corporation and a check
in the amount of \$122.50.

Please file same and send certificate and a certified copy,
to the undersigned at the above office address.

Very truly yours,


STEVEN GARY, Esq.

SG/vl

Enclosures

JUN 3

BSB

FILED
TALLAHASSEE, FLORIDA
JUN 3 1997
97 JUN -2 PM 2:53

ARTICLES OF INCORPORATION

OF

PAMPER ME! HAIR AND NAILS, INC. 97 JUN -2 PM 2:53

Pursuant to Section 607.0202, Florida Statutes, these Articles of Incorporation provide that:

1. The name of the corporation is Pamper Me! Hair and Nails, Inc. (the "Corporation").
2. The principal office of the Corporation is:

19828 West Dixie Highway
Miami, Florida 33180
3. The aggregate number of shares which the Corporation is authorized to issue is 100 shares of Common Stock, par value \$1.00, and preemptive rights are granted initial stockholder(s).
4. The street address of the initial registered agent of this Corporation is 19828 West Dixie Highway, Miami, Florida 33180; and the name of the initial registered agent of this Corporation at that address is Melissa D'Angelo.
5. The name and address of the person signing these Articles of Incorporation as incorporator is:

Melissa D'Angelo
19828 West Dixie Highway
Miami, Florida 33180
6. The corporation shall have on (1) Director initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws of the Corporation, but shall never be less than one (1).

DATED: May 28, 1997

Melissa D'Angelo
Melissa D'Angelo, Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for Pamper Me! Hair and Nails, Inc., at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

DATED: May 28, 1997

Melissa D'Angelo
Melissa D'Angelo, Registered Agent