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VELEZ-ILLA & ASSOCIATES, INC.
835 S.W. 37 TH AVE STE # 201
MIAMI, FLORIDA 33135
TEL:(305)-529-6680 FAX:(305)-442-8452

Miami, Florida

Date: AUG 11th /97

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-08/18/97--01053--024
*****78.75 *****78.75

To: Secretary of State.
Div. of Corporations.

Ref: Filing New Corporation.

Name: FANNY BEAUTY SALON, INC.

By the present we are enclosing the Articles of Incorporation
of the Florida Corporation named

FANNY BEAUTY SALON, INC.

Attached is a check by the amount of \$ 78.75 to cover the
following fee's:

Filing Fees with State of Florida....	\$ 35.00
Registered Agent Designation.....	\$ 35.00
Certificate of Status.....	\$ 8.75
	=====
Total.....	\$ 78.75

Please mail the Certificate of Status to the following
address:

MRS ROSALIA AGUERO
c/o. 11200 WEST FLAGLER ST # 111
MIAMI, FLORIDA 33174

Thank you for your attention in this matter.

By the firm:

Richard C. ILLA
RICHARD C. ILLA.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 18 PM 4:06

8-1992
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ARTICLES OF INCORPORATION

FANNY BEAUTY SALON, INC.

ARTICLE I - NAME

The name of this corporation is

FANNY BEAUTY SALON, INC.

ARTICLE II - PURPOSE

This corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any business and/or activities permitted under the law of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is One hundred shares of Common stock having a per value of \$ 1.00 (One) per each share.

ARTICLE V

INITIAL AND PRINCIPAL REGISTERED OFFICE AND AGENT

The initial and principal registered office of this Corporation shall be: 11200 WEST FLAGLER STREET, SWEETWATER FL 33174 and the initial registered agent of the Corporation of such office shall be: MRS. ROSELIA AGUIERO, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statute as amended from time to time, with respect to keeping an office open for service of process.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 18 PM 4:06

THIS DOCUMENT WAS PREPARED BY:
VELEZILLA AND ASSOCIATES, INC.
835 S.W. 37th Ave., Ste. 201
Miami, Florida 33135
EIN # 55-0533489

MAY 26 1997

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of TWO (2) members. The number of directors may be increased and / or decreased from time to time by vote of the Stockholders, but in no case shall the number of Directors be less than One (1) and no more than (5) Five---. The names and addresses of the directors constituting the initial Board of Directors are:

NAME

ADDRESS

1. ROSALIA AGUERO
President/Director
Stockholder owner 50.00%

401 S.W. 109TH AVENUE Apt-26
MIAMI FLORIDA 33174

2. LINA QUINTANA
Secretary/Director
Stockholder owner 50.00%

965 N.W. 126TH COURT
MIAMI FLORIDA 33187

ARTICLE VII - INCORPORATION

The name and address of the person signing these Articles of Incorporation is:

NAME

ADDRESS

ROSALIA AGUERO
INCORPORATOR,

401 S.W. 109TH AVENUE Apt-26
MIAMI FLORIDA 33174

J. Aguirre

Incorporator - Signature

ACCEPTANCE OF REGISTERED AGENT
STATE OF FLORIDA

MAY 26 1997

Having been named to accept service of process for FANNY BEAUTY SALON, INC., at the place designated in the articles of Incorporation, I ROSALIA AGUERO, accept to act in this capacity, and agree to comply with the provisions of Section 48.091 relative to keeping open said office.---

Miami, Dade County
State of Florida

Date MAY 26TH 1997.

J. Aguirre

Registered Agent Signature

THIS DOCUMENT WAS PREPARED BY:
VELEZ-HILIA AND ASSOCIATES, INC.
835 S.W. 17th Ave., Ste 201
Miami, Florida 33135
LIN # 6503 1189