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TRANSMITTAL LETTER

Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-10/30/97--01014--013
*****78.75 *****78.75

Subject: SALON BRASIL, INC.

Please find enclosed an original and one copy of the articles of incorporation and a check for \$78.75 for filing fee & certificate.

From: SALON BRASIL, INC.
5640 N. Federal Hwy.
Fort Lauderdale, FL 33308
954-491-4247

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 30 AM 10:37

10-31-97
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**ARTICLES OF INCORPORATION OF
SALON BRASIL, INC.**

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE 1

The name of the corporation shall be:

SALON BRASIL, INC.

(hereinafter the "Corporation").

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ARTICLE II

The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The Corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The Corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares which the Corporation shall have

authority to issue shall be 1,000 shares of common stock with a par value of \$0.10 per share.

ARTICLE V

The street address of the Corporation's initial registered office and the Corporation's initial registered agent at that address shall be:

Ivone Calegari
5640 N. Federal Highway
Fort Lauderdale, FL 33308

ARTICLE VI

The corporation shall have one director initially. The name and address of the initial director of the corporation, who shall hold office until his successor is elected and qualified or until his earlier resignation or removal from office is:

Valter Ferreira Vasconcelos
5640 N. Federal Highway
Fort Lauderdale, FL 33308

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the Corporation, but shall not be less than one.

ARTICLE VII

The name and address of the incorporator of the Corporation is:

Ivone Calegari
5640 N. Federal Highway
Fort Lauderdale, FL 33308

ARTICLE VIII

The mailing address of the Corporation's principal office shall be:

5640 N. Federal Highway
Fort Lauderdale, FL 33308

ARTICLE IX

This corporation shall indemnify, and shall advance expenses on behalf of, its officer(s) and director(s) to the fullest extent not prohibited by any law in existence now or hereafter.

Executed at Fort Lauderdale, Florida this 27th day of October,
1997.



IVONE CALEGARI

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of SALON BRASIL, INC., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 27th day of October, 1997.

By:



Ivone Calegari
Registered agent

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