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12/4/97.

Mindy Kravt, Esq.

Requestor's Name

1888-A North University Drive

Address

Plantation, FL 33325

City

State

ZIP

Phone

(954) 916-0000

VALIDATION ONLY

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CORPORATION(S) NAME

Salon Plus, Inc.

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DIVISION OF CORPORATION



Empire Toll Free: 1-800-432-3028

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|--|---|---|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign                | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Dissolution            | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation               | <input type="checkbox"/> Certificate Under Seal | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies           | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait              | <input type="checkbox"/> Mail Out                   |
| <input checked="" type="checkbox"/> Pick Up        |   |   |

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CR2E031 (R8-85)

cf 12/8/97

ARTICLES OF INCORPORATION

OF

SALON PLUS, INC.

97 DEC -8 PM 12:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BY THESE ARTICLES OF INCORPORATION, the undersigned acting as incorporated pursuant to the Florida General Corporation Act, forms a corporation for profit.

ARTICLE I

The name of this corporation shall be SALON PLUS, INC.

ARTICLE II

This corporation shall have its principal office at 1377 West Palmetto Park Road, Boca Raton, Florida 33428 with its mailing address at 7506 Sierra Drive East, Boca Raton, Florida 33433.

ARTICLE III

The corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE IV

The purpose of this corporation is to transact any and all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE V

The aggregate number of shares of stock that this corporation shall have the authority to issue is 100 shares of common stock at a par value of \$1.00.

ARTICLE VI

Every stockholder, upon the sale for cash or a new stock of this corporation, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VII

The initial registered agent for this corporation is DAVID H. INGRAM, II, and the initial registered office is located at 1377 West Palmetto Park Road, Boca Raton, Florida 33428.

#### ARTICLE VIII

This corporation shall have a minimum of one (1) and a maximum of four (4) Directors constituting the Initial Board of Directors. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws but shall never be less than one (1). The name and address of each member of the initial Board of Directors of this Corporation is:

DAVID H. INGRAM, II	7506 Sierra Drive East Boca Raton, Florida 33433
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LEE A. WEINGARDEN	7506 Sierra Drive East Boca Raton, Florida 33433
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#### ARTICLE IX

The name and street address of each Incorporator is as follows:

DAVID H. INGRAM, II	7506 Sierra Drive East Boca Raton, Florida 33433
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LEE A. WEINGARDEN	7506 Sierra Drive East Boca Raton, Florida 33433
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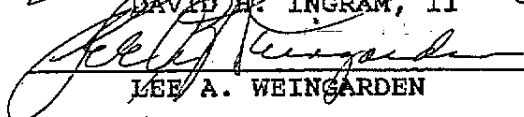
#### ARTICLE X

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE XI

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these ARTICLES OF INCORPORATION this 28th day of November, 1997.

  
DAVID H. INGRAM, II  
  
LEE A. WEINGARDEN

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091 of the Florida Statutes the following is submitted:

That SALON PLUS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 1377 West Palmetto Park Road, City of Boca Raton, County of Palm Beach, State of Florida, has named DAVID H. INGRAM, II, located at 1377 West Palmetto Park Road, City of Boca Raton, County of Palm Beach, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

BY:   
DAVID H. INGRAM, II, Registered Agent

FILED  
97 DEC -8 PM 12:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA