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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: EXCEPTIONAL NAILS, INC.

AUDIT NUMBER.....H97000020536

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES.....4

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ARTICLES OF INCORPORATION
OF:
EXCEPTIONAL NAILS, INC.

(4)

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1. The name of the corporation is:

Exceptional Nails, Inc.

2. The purpose for which the corporation is organized is to do all things necessary and/or convenient to carry out its business and affairs.

3. The principal place of business and mailing address is:

**Exceptional Nails, Inc.
Westland Promenade
3580-115 West 18th Avenue
Hialeah, Florida 33012**

4. The corporation shall have the authority to issue 100 shares of common stock at no par value.

5. The registered agent of the corporation is:

**Lawrence D. Schott, Esq.
Law Offices of Lawrence D. Schott, P.A.
1250 East Hallandale Beach Boulevard
Penthouse
Hallandale, Florida 33009**

6. The initial board of directors shall have two (2) members whose names and addresses are as follows:

1. **Julie Sontullo
Westland Promenade
3580-115 West 18th Avenue
Hialeah, Florida 33012**
2. **Roberto Lamadrid
Westland Promenade
3580-115 West 18th Avenue
Hialeah, Florida 33012**

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The number of directors may be lowered by amendment of the by-laws of the corporation, but in no instance shall be less than one (1).

Prepared by:
Lawrence D. Schott, Esq.
1250 E. Hallandale Bch. Blvd, PH
Hallandale, Florida 33009
(954) 455-3399
Florida Bar No.: 868507

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Articles of Incorporation
Exceptional Nails, Inc.
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7. The incorporators of the corporation are:

1. Julie Soutullo, President
Westland Promenade
3580-115 West 18th Avenue
Hialeah, Florida 33012
2. Roberto Lamadrid, V.P./Secretary
Westland Promenade
3580-115 West 18th Avenue
Hialeah, Florida 33012

The undersigned incorporator has executed these Articles of Incorporation this
23rd day of October, 1997.

Julie Soutullo
Incorporator

RS
Incorporator

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: Exceptional Nails, Inc.
2. The name and address of the registered agent and office is:

Lawrence D. Schott, Esq.
Law Offices of Lawrence D. Schott, P.A.
1250 East Hallandale Beach Boulevard
Penthouse
Hallandale, Florida 33009

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TALLAHASSEE, FLORIDA

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 AM FAMILIAR WITH AN ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



SIGNATURE

October 23, 1997

DATE

H97000020536