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FILED
98 JAN 29 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 23, 1998

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-01/29/98--01075--005
****122.50 ****122.50

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


Re: Filing of Articles of Incorporation for G & B BEAUTY SUPPLY, INC.

Dear Sir/Madam:

Enclosed please find for filing the original and one copy of the 1) Articles of Incorporation for G & B Beauty Supply, Inc., 2) Acceptance of Appointment as Registered Agent, and 3) a check in the amount of \$122.50, to file and return a certified copy of same to the undersigned's office.

Thank you in advance for your cooperation in this matter.

Sincerely,


Shenna A. Stevens, Esq.

Encls.

Shenna A. Stevens GAVE

AUTHORIZATION BY PHONE TO

CORRECT Biosolutions Name
Remaining R on Incorporation R.A.

DATE 1-30-98

DOC. EXAM. CB

Carolyn A. Batt
1-30-98

ARTICLES OF INCORPORATION
OF
G & B BEAUTY SUPPLY, INC.

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The undersigned incorporators, desiring to form a professional corporation in accordance with the applicable provisions of Florida law, do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

NAME

The name of the corporation shall be:

G & B BEAUTY SUPPLY, INC.

ARTICLE TWO

PURPOSES

The purposes for which the Corporation is organized are as follows:

- (1) To engage primarily in the specific business of selling hair care and beauty supply products to the public;
- (2) To engage generally in the business of selling beauty, health, and other supplies to the public;
- (3) To engage in such other business as may be authorized or permitted under Florida law.

ARTICLE THREE

PRINCIPAL OFFICE

The place where the principal office is to be located is:

11023 N.W. 27th Avenue
Miami, Florida 33167

ARTICLE FOUR

REGISTERED AGENT AND REGISTERED OFFICE

The name and post office address of the Corporation's registered agent is:

Brian Williams
1975 N.W. 191 Terrace
Miami, Florida 33056

ARTICLE FIVE

INCORPORATORS

The name and post office address of each incorporator is:

Brian Williams
1975 N.W. 191 Terrace
Miami, Florida 33056

Gladys J. Williams
1975 N.W. 191 Terrace
Miami, Florida 33056

ARTICLE SIX

DIRECTORS

The Corporation shall be governed by a board consisting of no less than one (1) and no more than (5) directors. Directors shall be stockholders in the corporation and shall be elected by the stockholders.

The number of directors constituting the initial board of directors is two (2), and the names and post office addresses of the persons who shall serve as directors until their successors are elected and qualify are:

Brian K. Williams
1975 N.W. 191 Terrace
Miami, Florida 33056

Gladys J. Williams
1975 N.W. 191 Terrace
Miami, Florida 33056

ARTICLE SEVEN

BYLAWS

The Bylaws of the Corporation may be adopted, altered, amended or repealed by either the Stockholders or Board of Directors.

ARTICLE EIGHT

STOCK

The aggregate number of shares of stock that the Corporation is authorized to issue is 200 shares, which shares shall be common stock having a par value of TEN DOLLARS (\$10.00) per share.

ARTICLE NINE

CAPITAL

The amount of stated capital with which the corporation shall begin business is TWENTY-FIVE THOUSAND AND NO DOLLARS (\$25,000.00).

ARTICLE TEN

DURATION

The duration of the Corporation shall be perpetual until dissolved by the stockholders or board of directors.

ARTICLE ELEVEN

AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with applicable law.

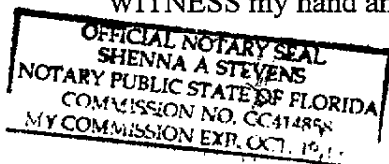
IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation in Miami, Dade County, Florida on this 22nd day of January, 1998.

Brian Williams
Brian Williams, Incorporator
Gladys J. Williams
Gladys J. Williams, Incorporator

STATE OF FLORIDA }
COUNTY OF DADE }

On this 23rd day of January, 1998, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared BRIAN K. WILLIAMS, who is personally known to me and who acknowledged before me under oath that he executed same.

WITNESS my hand and official seal in the State and County last aforesaid.

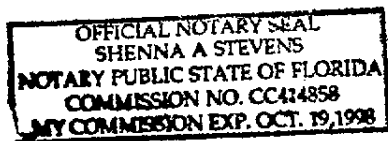


Shenna A. Stevens
Notary Public, State of Florida

STATE OF FLORIDA }
COUNTY OF DADE }

On this 23rd day of January, 1998, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared GLADYS J. WILLIAMS, who is personally known to me and who acknowledged before me under oath that she executed same.

WITNESS my hand and official seal in the State and County last aforesaid.



Shenna A. Stevens
Notary Public, State of Florida

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

To the Secretary of State:

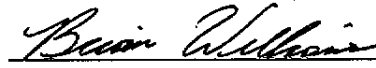
State of Florida:

I, **BRIAN K. WILLIAMS**, having been named as registered agent and to accept service of process for **G & B BEAUTY SUPPLY, INC.**, do hereby accept the appointment of 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 I am familiar with and accept the obligations of my position as registered agent.

My address is:

1975 N.W. 191 Terrace
Miami, Florida 33056

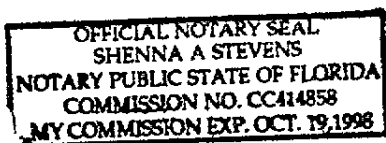
DATED this 23rd day of January, 1998.



BRIAN WILLIAMS, Registered Agent

FILED
98 JAN 29 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sworn to and subscribed before me, the undersigned authority, this 23rd day of January, 1998, and personally appeared, **BRIAN K. WILLIAMS**, who is personally known to me and who acknowledged before me under oath that he executed the above-described document.

WITNESS my hand and official seal in the State of Florida and County of Dade.




Notary Public