

P980000 94917

DAVID R. ROY, P.A.
Attorneys At Law

David R. Roy, Esq.
Main Office
4209 N. Federal Hwy.
Pompano Beach, FL 33064
Telephone (954) 784-2961
Facsimile: (954) 784-2965

Douglass A. Kreis, Esq.
Boca Raton Office
398 W. Camino Gardens Blvd.
Suite 108, Plaza V
Boca Raton, FL 33498
Telephone: (561) 391-4498
Facsimile: (561) 391-8406

October 30, 1998

DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Golden Years Salon Services II, Inc.
Articles of Incorporation

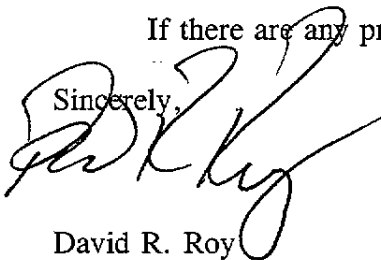
400002681844--9
-11/06/98-01018-009
*****70.00 *****70.00

Dear Sir/Madam:

Please find enclosed the original and one (1) copy of the Articles of Incorporation along with a check for \$70.00 to cover the filing fees for the above referenced corporation.

If there are any problems, do not hesitate to contact me.

Sincerely,



David R. Roy

DRR/tk
Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -6 AM 9:26

B. BROCK NOV 10 1998

**ARTICLES OF INCORPORATION
GOLDEN YEARS SALON SERVICES II, INC.**

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be Golden Years Salon Services II, Inc..

ARTICLE II

The duration of the corporation shall be perpetual unless dissolved according to the laws of the State of Florida.

ARTICLE III

The corporation may engage in or transact any or all lawful activities or business permitted under the laws of the State of Florida.

ARTICLE IV

The principal place of business of this corporation shall be 1300 E. Hillsboro Blvd., Suite 104-B, Deerfield Beach, FL 33441.

ARTICLE V

The mailing address of the corporation shall be 1300 E. Hillsboro Blvd., Suite 104-B, Deerfield Beach, FL 33441.

ARTICLE VI

The corporation shall have three (3) officers, being that of President, Treasurer, and Secretary. The names and addresses of each officer is as follows:

Carol I. Roberts, President
1300 E. Hillsboro Blvd.
Suite 104-B
Deerfield Beach, FL 33441

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -6 AM 9:26

Jennifer Pingel, Treasurer/Secretary
433 NW 22nd Avenue
Boca Raton, FL 33486

ARTICLE VII

The names and addresses of the incorporators to these Articles of Incorporation are:

Carol I. Roberts
1300 E. Hillsboro Blvd.
Suite 104-B
Deerfield Beach, FL 33441

Jennifer Pingel
433 NW 22nd Avenue
Boca Raton, FL 33486

ARTICLE VIII

The number of shares that the corporation shall be authorized to have outstanding is One Thousand (1,000) with a par value of \$1.00 which have been issued to the following persons in the following manner.

Carol I. Roberts
Shares: 49

Southland Corporation Limited
Shares: 51

ARTICLE IX

The corporation shall have an initial Board of Directors who shall be nominated and elected at the first meeting of the corporation.

ARTICLE X


The name and address of this corporations initial registered agent is:

David R. Roy, P.A.
4209 N. Federal Hwy.
Pompano Beach, FL 33064

IN WITNESS WHEREOF, the undersigned incorporators, have signed these Articles of Incorporation for the purpose of forming this corporation under the laws of the State of Florida, and they hereby make, subscribe, acknowledge and file in the office of the Secretary of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true, this

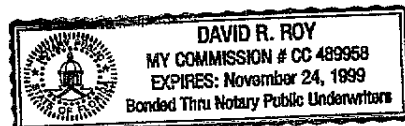
30 day of OCTOBER, 1998


Carol I. Roberts


Jennifer Pingel

STATE OF FLORIDA
COUNTY OF BROWARD

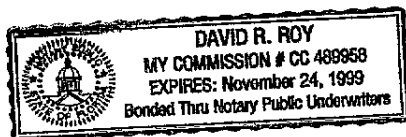
The foregoing instrument was acknowledged before me this 30 day of OCTOBER, 1998, by Carol I. Roberts as, who is personally known to me or who has produced her driver's license as identification.




NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 30 day of OCTOBER, 1998 by Jennifer Pingel, who is personally known to me or who has produced her driver's license as identification.




NOTARY PUBLIC

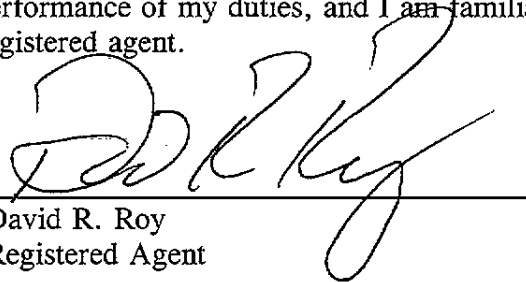
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is Golden Years Salon Services II, Inc.
2. The name and address of the registered agent and office is:

David R. Roy, P.A.
4209 N. Federal Hwy.
Pompano Beach, FL 33064

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 I am familiar with and accept the obligations of my position as registered agent.



David R. Roy
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -6 AM 9:26