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LAW OFFICES

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February 2, 1999

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: Articles of Incorporation of Nails by Odilia

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation of Nails by Odilia along with a check in the amount of \$122.50. Please return the certified copy in the enclosed self addressed stamped envelope to the undersigned.

If there are any questions, please call.

Very truly yours,

Stephen L. Vinson, Jr.

SLV/ip
Enclosures

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DIVISION OF CORPORATIONS
SECRETARY OF STATE

R. Purinton FEB 16 1999

ARTICLES OF INCORPORATION

OF

NAILS BY ODILIA INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is Nails by Odilia and its address is 801 SW 8th Street, Miami, Florida 33130.

ARTICLE II

DURATION

The duration of the corporation is perpetual.

ARTICLE III

PURPOSE

The general purpose for which the corporation is organized are:

(1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 5,000. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

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DIVISION OF CORPORATIONS

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 801 SW 8th Street, Miami, Florida 33130 and the name of its initial registered agent at such address is Juana O. Monteagudo.

ARTICLE VI

DIRECTORS

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is one (1). The name and address of the person who is to serve as the member of the initial board of director is:

Juana O. Monteagudo
801 SW 8th Street
Miami, Florida 33130

ARTICLE VII

INCORPORATOR

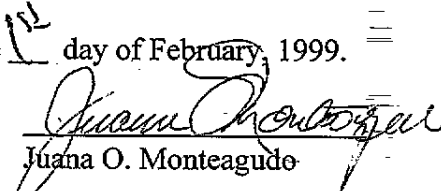
The name and address of the incorporator is: Stephen L. Vinson, Jr., P.A., 1200 Brickell Avenue, Suite 1680, Miami, Florida 33131.

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 12 day of February, 1999.


Juana O. Monteagudo

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME appeared Juana O. Monteagudo to me personally known to be the person described in and who subscribed the above Articles of Incorporation and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 14 day of February, 1999.



[Signature]
NOTARY PUBLIC

My commission expires:

Acknowledgment of Appointment by Registered Agent

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

[Signature]
Juana O. Monteagudo, Registered Agent

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