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Brian A. Burden, P.A.

215 W. Verne Street, Suite D
Tampa, FL 33606

Robin McCormick
Legal Assistant

1 March 1999

VIA OVERNIGHT DELIVERY

Secretary of State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

300002791953-6
-03/02/99-01038-019

Re: **Articles of Incorporation of Nails First By Tom, Inc.**
Our File No. 4069

*****70.00 *****70.00

Dear Sir:

Enclosed is the original and one copy of the Articles of Incorporation of Nails First By Tom, Inc. to be filed and a check for the filing fee in the amount of \$70.00. Please return a copy of the filed articles in the enclosed envelope.

Thank you for your assistance.

Very truly yours,



Robin McCormick
Legal Assistant

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR -2 AM 9:30

ARTICLES OF INCORPORATION
OF
NAILS FIRST BY TOM, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR -2 AM 9:30

The undersigned hereby associate for the purpose of becoming a corporation for profit under the laws of the State of Florida in compliance with Florida Statute §607.0202.

Article I

The name of the corporation shall be Nails First By Tom, Inc.

Article II

The mailing address of the principal office of the corporation shall be:

Countryside Mall
27001 U.S. Highway 19 North, Suite 2001
Clearwater, Florida 33761

Article III

The purpose for which the corporation is being formed and the general nature of the corporation's business shall be a nail salon, as well as to engage in any other activity or business permitted under the laws of the State of Florida.

Article IV

The amount of capital stock of the corporation shall be Two Thousand (2,000) shares of common stock with a par value of \$1.00 per share.

Articles V

The amount of capital with which the corporation will begin business will be no less than Five Hundred Dollars (\$500.00).

Article VI

The entire voting power for the selection of directors and for all other purposes shall be vested exclusively in the holders of common stock who shall be entitled to one vote for each share of common stock held by them of record.

Article VII

The names and addresses of the members of the first Board of Directors until the first annual meeting of the stockholders are as follows:

Tri Van Doan
27001 U.S. Highway 19 North, Suite 2001
Clearwater, Florida 33761

Tim Le
27001 U.S. Highway 19 North, Suite 2001
Clearwater, Florida 33761

Article VIII

The number of directors is to be not less than one nor more than five and the directors need not be stockholders. Any vacancies in the Board of Directors shall be filled by special meeting of the stockholders.

Article IX

The names and addresses of the Officers of the corporation until the first annual meeting of the stockholders are as follows:

Tri Van Doan, President
27001 U.S. Highway 19 North, Suite 2001
Clearwater, Florida 33761

Tim Le, Vice President, Secretary and Treasurer
27001 U.S. Highway 19 North, Suite 2001
Clearwater, Florida 33761

Article X

The name and address of the incorporator and signer of the Articles of Incorporation and the number of shares of common stock which he agrees to take is:

Tri Van Doan - 400 shares
27001 U.S. Highway 19 North, Suite 2001
Clearwater, Florida 33761

Article XI

The duration of the corporation is to be perpetual.

Article XII

The street address of the corporation's initial registered office and the name of its initial registered agent at that office is:

Brian A. Burden, Esq.
Brian A. Burden, P.A.
215 W. Verne Street, Suite D
Tampa, Florida 33606


IN WITNESS WHEREOF, I have made, signed and acknowledged these Articles of Incorporation of Nails First By Tom, Inc. on March 1st, 1999.



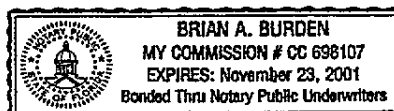
Tri Van Doan

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Tri Van Doan appeared before me, the undersigned authority, and acknowledged that he executed these Articles of Incorporation for Nails First By Tom, Inc. on March 1st, 1999.



Notary Public



**Certificate Designating Place Of Business or
Domicile for the Service of Process Within This
State Naming Agent Upon Whom Service May Be Served**

In pursuance of Florida Statutes §48.091, the following is submitted in compliance with the Act:

Nails First By Tom, Inc., desiring to organize under the laws of the State of Florida with its principal office at 27001 U.S. Highway 19 North, Suite 2001, Clearwater, Florida 33761, has named Brian A. Burden, 215 W. Verne Street, Suite D, Tampa, Florida 33606, as its agent to accept service of process within this state.

**Acknowledgment of Registered Agent and
Duties Pursuant to Florida Statute §607.0505**

Having been named to accept service of process for Nails First By Tom, Inc. at 215 W. Verne Street, Suite D, Tampa, Florida, 33606, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, relative to keeping open my office.



Brian A. Burden

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR -2 AM 9:30