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**Florida Department of State**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**BUTLER, INC.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
BUTLER, INC.  
(A Corporation for Profit)**

The undersigned incorporator, for the purposes of forming a corporation under Chapter 607, Florida Statutes, hereby adopt the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation shall be BUTLER INC.  
The principal place of business for the corporation is 2455 N. 98, Lakeland, FL 32805. The corporation's mailing address shall be 1058 Lowry Avenue, Lakeland, FL 33801.

**ARTICLE II - DURATION**

The corporation shall have a perpetual existence, commencing on the date of filing.

**ARTICLE III - PURPOSE**

**GENERAL**

The corporation is organized primarily to provide professional beauty, barbering and cosmetology services to the general public.

MARVIN ANTHONY & ASSOCIATES INC.  
505 MARTIN L. KING JR. AVENUE  
LAKELAND, FL 33815

(941) 686-1317

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**H99000009316****ARTICLE IV - CAPITAL STOCK**

The corporation is authorized to issue five hundred (500) shares of common stock having a par value of one dollar. (\$1.00) per share. Shares held by initial shareholders may not be resold or otherwise transferred to other persons unless first offered to the remaining initial shareholders or to the corporation.

**ARTICLE V - MANAGEMENT**

The affairs of the corporation shall be managed by a Board of Directors, consisting of one (1) or more members as may be provided for in the Bylaws of the Corporation. The names, titles and addresses of the members constituting the initial Board of Directors are:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Nedra A. Butler	President & CEO	1058 Lowry Avenue Lakeland, FL 33801

**ARTICLE VI - INITIAL REGISTERED AGENT**

The name and address of the initial registered agent is Nedra A. Butler, 1058 Lowry Avenue, Lakeland, FL 33801.

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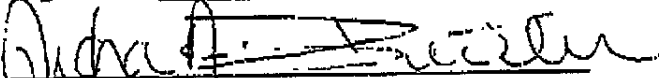
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ARTICLE VII - INCORPORATOR

The name and addressee of the sole incorporator to these Articles of Incorporation is:

Nedra A. Butler  
1058 Lowry Avenue  
Lakeland, FL 333801

Signed on APRIL 15, 1999

  
Nedra A. Butler

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

**PURSUANT TO THE PROVISIONS OF SECTION 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: BUTLER INC.

2. The name and address of the registered agent and office is :

NEDRA A. BUTLER

1058 LOWRY AVE. (Name)

(P. O. Box not acceptable)  
LAKELAND, FL 33801

(City/ State / Zip)

**ACCEPTANCE OF REGISTERED AGENT**

Having been designated to accept service of process for BUTLER INC., as designated in the Articles of Incorporation, Nedra A. Butler agrees to act in this capacity, and agree to comply with the provisions of Section 48.091 relative to keeping such office. I am familiar with and accept the obligations of my position as registered agent.

(Signature)

APRIL 15, 1999  
(Date)

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