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**ROSSWAY MOORE  
& TAYLOR**

ATTORNEYS AND COUNSELORS AT LAW

THE OAK POINT PROFESSIONAL CENTER  
5070 NORTH HIGHWAY A-1-A  
SUITE 200

VERO BEACH, FLORIDA 32963

June 10, 1999

JOHN E. MOORE, III\*  
BRADLEY W. ROSSWAY  
JAMES A. TAYLOR, III\*  
MICHAEL J. SWAN  
OF COUNSEL

\*ALSO ADMITTED IN  
THE DISTRICT OF COLUMBIA.

TELEPHONE  
(561) 231-4440

FACSIMILE  
(561) 231-4430

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

900002906669--4  
-06/16/99--01077--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**RE: Denny's Hairstyling & Day Spa, Inc.**

Dear Sir/Madam:

In regard to the above, please find enclosed the Articles of Incorporation for filing with the Secretary of State's Office.

This firm's check in the amount of \$70.00 is also enclosed to cover your filing fee and the Registered Agent fee.

Thank you for your assistance.

Sincerely,

James A. Taylor, III

JAT:smt\clerk-1.ss

Encs.

CC: Mr. Denny Green

FILED  
99 JUN 16 AM 9:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**DENNY'S HAIRSTYLING & DAY SPA, INC.**

FILED  
99 JUN 16 AM 9:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be as follows:

**DENNY'S HAIRSTYLING & DAY SPA, INC.**

The principal place of business of this corporation shall be 485 - 21st Street, Vero Beach, Florida 32960, and the mailing address shall be the same.

**ARTICLE II. NATURE OF BUSINESS**

This corporation shall be formed for the specific purpose of providing hair, nail, and skin care services and massage therapy and may engage or transact in any and all lawful activities or business permitted under the laws of the United States; of the State of Florida; or of any other state, country, territory, or principality.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having One and No/100 (\$1.00) Dollar par value per share.

#### **ARTICLE IV. ADDRESS**

The street address of the initial registered office of the corporation shall be, and the name of the initial registered agent of the corporation at that address is **DENNY GREEN**, 485 - 21st Street, Vero Beach, Florida 32960.

#### **ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### **ARTICLE VI. PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights.

#### **ARTICLE VII. SPECIAL PROVISION**

This corporation shall be organized, if the shareholder so elects and if the corporation qualifies, to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. §1361 et seq., and shall take any and all actions necessary to obtain and maintain its status as an S corporation, as defined and as set forth herein.

#### **ARTICLE VIII. OFFICERS AND DIRECTORS**

This corporation shall have two (2) officers and two (2) directors, initially. The names and street addresses of the initial officers and directors who shall hold office for the first (1st) year of the corporation, or until successors are elected or appointed, are as follows:

**DENNY GREEN** - Director/President/Secretary  
485 - 21st Street  
Vero Beach, Florida 32960;

**LISA GREEN** - Director/Vice President/Treasurer  
485 - 21st Street  
Vero Beach, Florida 32960.

No amendment to these articles shall be required in the event the shareholders wish to increase or decrease the number of directors. However, the number may never exceed seven (7) directors.

#### **ARTICLE IX. INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation are as follows:

**ROSSWAY MOORE & TAYLOR**  
The Oak Point Professional Center  
5070 N. Highway A-1-A, Suite 200  
Vero Beach, Florida 32963.

FILED  
99 JUN 16 AM 9:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**IN WITNESS WHEREOF**, the undersigned has hereunto set his hand and seal on this 8th day of June, 1999.

**ROSSWAY MOORE & TAYLOR**

By: \_\_\_\_\_

**JAMES A. TAYLOR, III**

#### **ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION**

**DENNY GREEN**, whose address is as follows: 485 - 21st Street, Vero Beach, Florida 32960, which is the same address as set forth in Article IV hereof, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, *Florida Statutes*.

Denny Green  
**DENNY GREEN**

Date: June 8, 1999