

P99000093165

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

300003019363--2
-10/20/99--01036--011
*****70.00 *****70.00

EFFECTIVE DATE
10-18-99

SUBJECT: PRO TOP NAILS & SKIN CARE, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

LORRAINE C. KASTER

Name (printed or typed)

S.O.S. SECRETARIAL SERVICE
254 Wilshire Boulevard

Address
Casselberry, Florida 32707

City, State & Zip

(407) 339-3411 (Fax 339-0046)

Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 OCT 20 AM 11:16

FILED

NOTE: Please provide the original and one copy of the articles.

A. Howell OCT 22 1999

FILED

1999 OCT 20 AM 11: 16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

PRO TOP NAILS & SKIN CARE, INC.

EFFECTIVE DATE
10-18-99

ARTICLE I - Name

The name of the corporation shall be:

PRO TOP NAILS & SKIN CARE, INC.

ARTICLE II - Duration

This corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business, including, but not limited to the following: Nail and skin care related services.

ARTICLE IV - Capital Stock

This corporation is authorized to issue One Thousand (1,000) shares of Ten Cents (.10) par value common stock which shall be designated "Common Shares."

ARTICLE V - Preemptive Rights

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that she/he already holds, shall have the right to purchase her/his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 250 Ashbourne Drive, Orlando, and State of Florida, and the name of the initial registered agent of this corporation is PHUONG HUE LY, who by her signature at the end hereof, accepts such designation.

ARTICLE VII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-laws but shall never be less than one (1) director. The name and address of the initial director of this corporation is PHUONG HUE LY who by her signature at the end hereof, accepts such designation.

ARTICLE VIII - Principal Place of Business

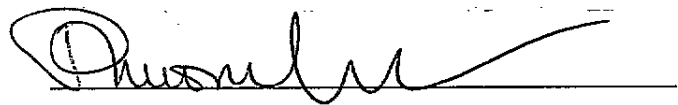
The initial places of business of this corporation shall be: Partin Settlement Shopping Center, Kissimmee, Florida and L.E. Bruno Commerce Plaza, 11455 So. Orange Blossom Trail, Orlando, Florida 32837 and the corporation having a mailing address of: 250 Ashbourne Drive, Orlando, Florida 32835 with the privilege of having branch offices within or without the State of Florida.

ARTICLE IX - Incorporation

The name and address of the person signing these Articles is:

PHUONG HUE LY

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation the 18th day of October, 1999.



PHUONG HUE LY

FILED

1999 OCT 20 AM 11: 17

STATE OF FLORIDA)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COUNTY OF SEMINOLE) ss.

On October 18th, 1999 before me, Lorraine C. Kaster, a Notary Public of Florida appeared PHUONG HUY LY personally known to be (or provided to me on the basis of satisfactory evidence) to be the person who executed the foregoing Articles of Incorporation as her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Affiant known Produced ID

Signature: Lorraine C. Kaster Type of ID _____
Lorraine C. Kaster



Lorraine C. Kaster
MY COMMISSION # CC817581 EXPIRES
May 13, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

PHUONG HUE LY, having been named as Registered Agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity and are to comply with the provisions of Chapter 48.091, Florida Statutes.

Dated this 18th day of October, 1999

Phuong Hue Ly

PHUONG HUE LY, (Registered Agent)

STATE OF FLORIDA)

COUNTY OF SEMINOLE) ss.

On October 18, 1999 before me, Lorraine C. Kaster, a Notary Public of Florida, appeared PHUONG HUE LY, personally known to be (or provided to me on the basis of satisfactory evidence) to be the person who executed the foregoing Articles of Incorporation as her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Affiant known Produced ID

Signature: Lorraine C. Kaster Type of ID _____
Lorraine C. Kaster



Lorraine C. Kaster
MY COMMISSION # CC817581 EXPIRES
May 13, 2001
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