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FILED

99 NOV -8 AM 9:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Xsalonce, Inc.
c/o A A Ali, CPA
1322 North Pine Hills Road
Orlando, Florida 32808

November 3, 1999

Secretary of State
Division of Corporation
409 East Gaines Street
Tallahassee, Fl 32399

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*****78.75 *****78.75

Re: Xsalonce, Inc.

Gentlemen:

Enclosed please find Articles of Incorporation Xsalonce, Inc. in the amount of \$78.75.

This represents the cost of the filing fees, Certificate of Status and fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Christine

AA/cl
Enclosures

D. BROWN NOV 10 1999

ARTICLES OF INCORPORATION

of

Xsalonce, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Xsalonce, Inc.

1294 Crow Way, Suite 104, Casselberry, FL 32707

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of (One) Dollar(s) (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agents of this Corporation is:

Name Kim Coffin

Address 1294 Crow Way, Suite 104

City Casselberry, Florida 32707

ARTICLE VI - 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). The name and address of the initial director(s) of the corporation are as follows:

Name Kim Coffin

Address 1294 Crow Way, Suite 104

City Casselberry, Florida 32707

ARTICLE VII - INCORPORATORS

The name and address of the person(s) signing these articles of Incorporation are as follows:

Name Kim Coffin

Address 1294 Crow Way, Suite 104

City Casselberry, Florida 32707

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 13rd day of November, 1999.

On this 13th day of November, 1999.

K Coffey (Seal)

_____ (Seal)

_____ (Seal)

STATE OF FLORIDA
COUNTY OF ORANGE

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

FC DL. C150-505-66-523-1

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 3rd day of November, 1999.

(Notary Seal)

Notary Public, State of Florida
at Large)

NOTARY PUBLIC - STATE OF FLORIDA
N. WILLIAMS-BRYAN
COMMISSION # CC750138
EXPIRES 6/10/2002
BONDED THRU ASA 1-888-NOTARY1

My commission expires: 06-10-2002

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF REGISTERED AGENT
OF
Xsalonce, Inc.**

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 1294 Crow Way, Suite 104

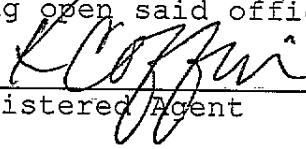
Casselberry, Florida 32707

has named Kim Coffin

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(Registered Agent)