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November 9, 1999

Florida Department of State
Secretary of State
Division of Corporations
George Firestone Bldg.
409 E. Gaines St.
Tallahassee, FL 32314

000003040830--6
-11/10/99-01046-016
122.50 **78.75

RE: INCORPORATION

To Whom It May Concern:

Please file the enclosed incorporation documents. \$122.50 check payable to the Secretary of State is enclosed. Please return a certified copy of the incorporation to the address at 603 SW 10TH ST., SUITE 101, Ocala, FL 34474.

Thank you for your attention and assistance.

Sincerely,

Leila R. Buchanan

LEILA R. BUCHANAN
603 SW 10TH ST., SUITE 101
Ocala, FL 34474.
(352) 840-5443

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99 NOV 10 AM 8:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA

OK
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ARTICLES OF INCORPORATION
OF
5 N 1 BEAUTY SALON, INC.

ARTICLE I - NAME

The name of the corporation shall be 5 N 1 BEAUTY SALON, INC.

ARTICLE II - DURATION

This Corporation shall have a perpetual duration.

ARTICLE III - PURPOSE

This Corporation may engage in the business of cosmetology, nail technician, sale of beauty, beauty salon, barbershop, general beauty business and in any other business as permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of single class common stock at no par value to no more than 10 people and issued and transferrable only to natural citizens or resident aliens. The initial stock offering of 100 shares: 100 shares shall be held by LEILA R. BUCHANAN.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same, class or series as that which s/he already holds, shall have the right to purchase his/her pro rate share (rounded to the closest whole number and where there is a one-half share, to be rounded up to the next whole number) 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 and registered agent are:

LEILA R. BUCHANAN
603 SW 10TH ST., SUITE 101
Ocala, FL 34474
(352) 237-9799

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TALLAHASSEE FLORIDA

ARTICLE VII - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is:

LEILA R. BUCHANAN
603 SW 10TH ST., SUITE 101
Ocala, FL 34474.
(352) 237-9799

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one director. Number, qualifications, manner of admission and removal shall be regulated by the by-laws. The name and address of the initial Board of Directors of this Corporation is:

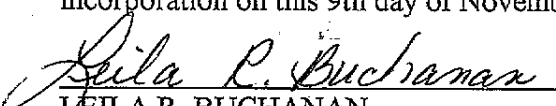
LEILA R. BUCHANAN
PRESIDENT/TREASURER/CHIEF EXECUTIVE OFFICER/VICE-PRESIDENT
603 SW 10TH ST., SUITE 101
Ocala, FL 34474.
(352) 840-5443

ARTICLE IX - INCORPORATORS

The name and address of the incorporators are:

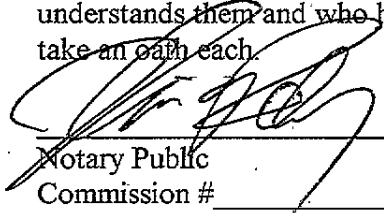
LEILA R. BUCHANAN
PRESIDENT/TREASURER/CHIEF EXECUTIVE OFFICER/VICE-PRESIDENT
603 SW 10TH ST., SUITE 101
Ocala, FL 34474.
(352) 840-5443

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation on this 9th day of November, 1999.


LEILA R. BUCHANAN
603 SW 10TH ST., SUITE 101
Ocala, FL 34474.
(352) 237-9799

STATE OF FLORIDA;
COUNTY OF MARION;

The foregoing Article of Incorporation was acknowledged before me this 9th day of November, 1999 by LEILA R. BUCHANAN, who stated that she has read the above and foregoing Articles of Incorporation of 5 N 1 BEAUTY SALON, INC., that she knows the contents and that she understands them and who has produced Florida Driver's License as identification and who did take an oath each.


Notary Public

Commission # _____


My Commission Expires _____



KEVIN PALLEY
COMMISSION: # CC747931
EXPIRES AUG 03, 2002
BONDED THROUGH
ADVANTAGE NOTARY OF FLORIDA

SIMULTANEOUS ACCEPTANCE OF APPOINTMENT AS
REGISTERED AGENT OF 5 N 1 BEAUTY SALON, INC.

The undersigned, LEILA R. BUCHANAN, pursuant to Sect. 607.034 (3), Fla. Stat. (1995) hereby accepts the appointment as registered agent of 5 N 1 BEAUTY SALON, INC., and states that she is familiar with and accepts the obligations provided for in Florida Statute Sect. 607.325, Fla. Stat. (1995).


LEILA R. BUCHANAN
603 SW 10TH ST., SUITE 101
Ocala, FL 34474.
(352) 840-5443

STATE OF FLORIDA;
COUNTY OF MARION;

The foregoing Article of Incorporation was acknowledged before me this 9th day of November, 1999 by LEILA R. BUCHANAN, who stated that she has read the above and foregoing Simultaneous Acceptance of Appointment as Registered Agent of 5 N 1 BEAUTY SALON, INC., that she knows the contents and that she understands them and who has produced Florida Driver's License as identification and who did take an oath each.


Notary Public

Commission # _____

My Commission Expires _____



KEVIN PALLEY
COMMISSION: # CC747931
EXPIRES AUG 03, 2002
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