

Munson, Putnam & Gunter, LLP
ATTORNEYS AND COUNSELORS AT LAW

KRISTEN C. GUNTER
PETER J. MUNSON
APRIL A. PUTNAM

500 SOUTH FLORIDA AVENUE, SUITE 200
LAKE LAND, FLORIDA 33801

TELEPHONE: (863) 682-1178
FACSIMILE: (863) 683-3700

MAILING ADDRESS:
P.O. Box 3545 • LAKE LAND, FL 33803-3545

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December 6, 1999

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-12/09/99--01058--008
*****70.00 *****70.00

Re: Articles of Incorporation - Hair Essentials Design Studio, Inc.

Ladies and Gentlemen:

Enclosed is the original of the Articles of Incorporation for Hair Essentials Design Studio, Inc. If the enclosure meets with your approval, I would appreciate your filing these Articles of record with the State of Florida and sending your letter acknowledging the filing.

Also enclosed is a check in the amount of \$70.00 to cover the filing fee of \$35.00 and the registered agent fee of \$35.00.

Thank you for your assistance in this matter.

Sincerely,

Julia Farless
Julia L. Farless, Legal Assistant
to Peter J. Munson

PJM/jlf
enclosures

FILED
99 DEC -9 AM 9:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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12-3-99
6

**ARTICLES OF INCORPORATION
OF
HAIR ESSENTIALS DESIGN STUDIO, INC.**

FILED
99 DEC -9 AM 9:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - Name

The name of the corporation is **HAIR ESSENTIALS DESIGN STUDIO, INC.**

**ARTICLE II - Principal Office
and Mailing Address of the Corporation**

The address of the principal office of the corporation is 165 Bates Avenue, S.W., Winter Haven, Florida, and its mailing address is 165 Bates Avenue, S.W., Winter Haven, Florida 33880.

ARTICLE III - Duration

The corporation shall exist perpetually thereafter until dissolved according to law.

ARTICLE IV - Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - Stock

The corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock, which shares shall be designated "Common Shares."

ARTICLE VI - Preemptive Rights

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price offered to others, a pro rata portion of any stock of any class that the corporation may issue or sell, whether or not of unissued shares authorized

by the articles of incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof.

ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

The corporation shall have two directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and street address of the initial directors who shall hold office until his successors, who shall be chosen at the first meeting of the stockholders have qualified, shall be:

<u>Name</u>	<u>Business Address</u>
Donna G. Allen	2875 Carrie Lane Lakeland, Florida 33813
David C. Pearce	2875 Carrie Lane Lakeland, Florida 33813

ARTICLE VIII - Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE IX - Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend, or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

ARTICLE X - Amendment

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE XI - Incorporator

The name and address of the Incorporator to these articles of incorporation are:

<u>Name</u>	<u>Address</u>
Donna G. Allen	2875 Carrie Lane Lakeland, Florida 33813

ARTICLE XII - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 165 Bates Avenue, S.W., Winter Haven, Florida 33880, and the name of the initial registered agent of the corporation at that address is Donna G. Allen.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 3rd day of December, 1999.

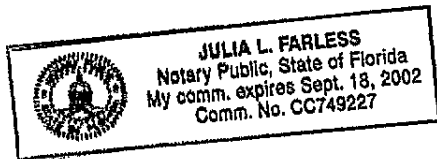
 (SEAL)
DONNA G. ALLEN, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **DONNA G. ALLEN**, who has produced _____ as identification.

WITNESS my hand and official seal this 3rd day of December, 1999, at Lakeland, Florida.

(NOTARIAL SEAL)



Julia L. Farless

Notary Public
State of Florida at Large
My Commission Expires:

To: The Department of State
Tallahassee, Florida 32304

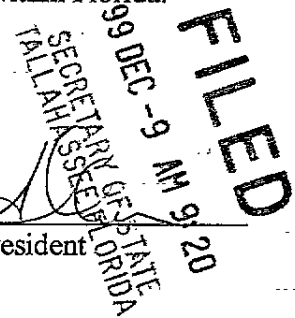
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.0501 of the Florida General Corporation Act, the following
is submitted:

HAIRESSENTIALS DESIGN STUDIO, INC., with its place of business at 165 Bates Avenue,
S.W., Winter Haven, Florida 33880, has named **DONNA G. ALLEN**, located at 165 Bates Avenue,
S.W., Winter Haven, Florida 33880, as its agent to accept service of process within Florida.

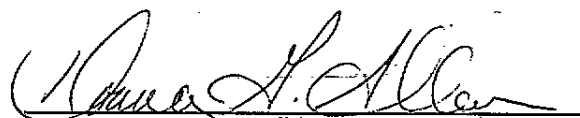
Dated: December 3rd, 1999.


DONNA G. ALLEN, President



Having been named 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 I further agree to comply with
the provisions of all statutes relative to the proper and complete performance of my duties, and I am
familiar with and accept the duties and obligations of Chapter 607 of the Florida General Corporation
Act.

Dated: December 3rd, 1999.


DONNA G. ALLEN,
Registered Agent