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Address  
Tallahassee, FL 32301 222-1092  
City State Zip Phone

600002084306--0  
02/11/97-01153--015  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

CORPORATION(S) NAME

600002084306--0  
02/11/97-01153--016  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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*Officers of Bushnell Inc.*

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- NonProfit
- Limited Liability Co.
- Foreign
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D. BROWN FEB 11 1997

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STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
OF  
HAIRCRAFTERS OF BUSHNELL, INC.

FIRST: THE CORPORATE NAME THAT SATISFIES THE REQUIREMENTS OF SECTION 607.0401 IS: HAIRCRAFTERS OF BUSHNELL, INC..

SECOND: THE STREET ADDRESS OF THE INITIAL PRINCIPAL OFFICE AND, IF DIFFERENT, THE MAILING ADDRESS OF THE CORPORATION IS: 125 SO. SERVICE ROAD, JERICO, NEW YORK 11753.

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE IS: FIVE HUNDREDTH (500).

FOURTH: PROVISIONS FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION ARE:  
NONE

FIFTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS C/O GREAT EXPECTATIONS PRECISION HAIRCUTTERS OF UNIVERSITY MALL, INC. 7171 NORTH DAVIS HIGHWAY, PENSACOLA, FLORIDA 32504 AND THE NAME OF ITS REGISTERED AGENT AT SUCH ADDRESS IS GREAT EXPECTATIONS PRECISION HAIRCUTTERS OF UNIVERSITY MALL, INC.

SIXTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS FOUR(4) AND THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE:

DON VON LIEBERMANN	125 SO. SERVICE ROAD, JERICO, NEW YORK, N.Y. 11753
MICHAEL KRAMER	125 SO. SERVICE ROAD, JERICO, NEW YORK, N.Y. 11753
MARVIN MARCUS	125 SO. SERVICE ROAD, JERICO, NEW YORK, N.Y. 11753
LOUIS BATES	125 SO. SERVICE ROAD, JERICO, NEW YORK, N.Y. 11753



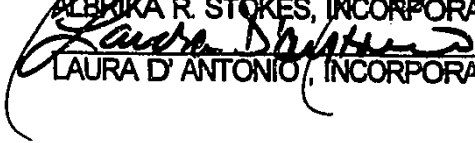
SEVENTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

BARBARA A. DAWSON	1633 BROADWAY, NEW YORK, N. Y. 10019
ALBRIKA R. STOKES	1633 BROADWAY, NEW YORK, N. Y. 10019
LAURA D'ANTONIO	1633 BROADWAY, NEW YORK, N. Y. 10019

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THE UNDERSIGNED HAVE EXECUTED THESE ARTICLES OF INCORPORATION

THIS 7th DAY OF February, 1997.

  
BARBARA A. DAWSON, INCORPORATOR  
  
ALRIKA R. STOKES, INCORPORATOR  
  
LAURA D' ANTONIO, INCORPORATOR

ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION 607.0501 (3) F.S.: GREAT EXPECTATIONS PRECISION HAIRCUTTERS OF UNIVERSITY MALL, INC. IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

GREAT EXPECTATIONS PRECISION  
HAIRCUTTERS OF UNIVERSITY MALL, INC.

BY:   
MICHAEL KRAMER, TREASURER

DATED Feb. 10 1997