

Filing and License Fee: \$230.00 minimum

ID Number:

136808



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Matthew A. Brown  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

ARTICLES OF INCORPORATION

(To Be Filed In Duplicate Original)

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is L'PEARL SALON, INC.

(This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1956, as amended.) (Strike if inapplicable.)

2. The period of its duration is (if perpetual, so state) perpetual

3. The specific purpose or purposes for which the corporation is organized are:

hair salon and personal care

4. The aggregate number of shares which the corporation shall have authority to issue is:

(a) If only one class: Total number of shares 100 (If the authorized shares are to consist of one class only the par value of such shares or a statement that all of such shares are to be without par value.):

No Par Value

or

(b) If more than one class: Total number of shares \_\_\_\_\_ (State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of Chapter 7-1.1 of the General Laws, 1956, as amended, in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.):

5. Provisions, if any, dealing with the preemptive right of shareholders pursuant to § 7-1.1-24 of the General Laws, 1956, as amended:

~~The corporation shall have the right of pre-emption upon the sale of the shareholders, to be enforced per the by-laws of the Corporation once adopted.~~

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6. Provisions, if any, for the regulation of the internal affairs of the corporation:

See Exhibit A, attached hereto and incorporated by reference.

7. The address of the initial registered office of the corporation is 20 Centerville Road  
(Street Address, not P.O. Box)  
Warwick, RI 02886 and the name of its initial registered agent  
(City/Town) (Zip Code)  
at such address is Peter D. Ruggiero, Esq.  
(Name of Agent)

8. The number of directors constituting the initial board of directors of the corporation is none 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: (If this is a close corporation pursuant to Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify.)

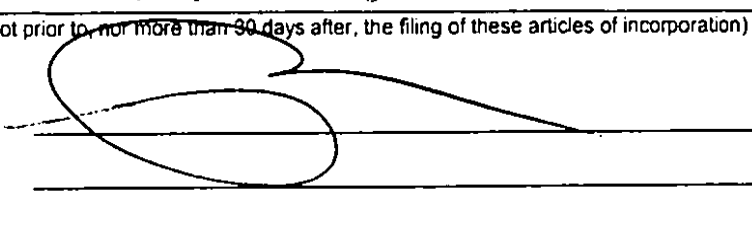
<u>Title</u>	<u>Name</u>	<u>Address</u>

9. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Peter D. Ruggiero, Esq.	20 Centerville Road, Warwick, RI 02886

10. Date when corporate existence is to begin immediately upon filing  
(not prior to, nor more than 90 days after, the filing of these articles of incorporation)

Date: 12/30/03



Signature of each Incorporator

STATE OF Rhode Island  
COUNTY OF Providence

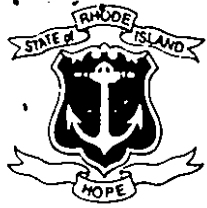
In Warwick, on this 30th day of December, 2003, personally  
appeared before me Peter D. Ruggiero,  
each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally  
acknowledged said instrument by them subscribed to be their free act and deed.

Notary Public

My Commission Expires: 6/29/05

## EXHIBIT A

1. There shall be no Board of Directors of this Corporation, and any and all of the powers normally vested in the Board of Directors shall be vested in the Stockholders of said Corporation.
2. Except for those actions excluded by the provisions of the Rhode Island Business Corporation Act, any action required or permitted to be taken at a meeting of Stockholders may be taken without a meeting upon the written consent of not less than all Stockholders entitled to vote thereon were present. In the event of such written action, prompt notice of such action shall be given to all Stockholders who would have been entitled to vote upon the action if such meeting were held.
3. The Stock of the Corporation is subject to transfer restrictions as will be in the By-Laws of said Corporation.



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
*Office of the Secretary of State / Corporations Division*

**Matthew A. Brown**  
*Secretary of State*

January 12, 2004

Peter D. Ruggiero, Esq.  
20 Centerville Road  
Warwick, RI 02886

Re: **ID 136808**  
L'PEARL SALON, INC.

Dear Mr. Ruggiero:

On December 30, 2003, this office accepted for filing Articles of Incorporation for the above-named corporation. It has come to our attention the filer neglected to complete the eighth provision of the article to reflect the names and addresses of the corporation's initial officers and accordance with the provisions of Section 7-1.1-48 of the Rhode Island General Laws, as amended.

Please complete and remit for filing, without fee, the enclosed Articles of Amendment, reflecting the names and addresses of the corporation's initial officers.

If you have any questions, please feel free to contact me.

Sincerely,

CORPORATIONS DIVISION

*Maureen E. Ewing*

Maureen E. Ewing  
Assistant to the Director

Enc.

*Corporations Division*

Phone: 401-222-3630  
Fax: 401-222-4399

*corporations@state.ri.us*

*Notary & Trademarks*

Phone: 401-222-4187  
Fax: 401-222-3879

*notary@state.ri.us*  
*trademarks@state.ri.us*

*UCC*

Phone: 401-222-3630  
Fax: 401-222-3879

*ucc@state.ri.us*

100 North Main Street  
Providence, RI 02903

*Office of the  
Secretary of State*

State House Room 217  
Providence, RI 02903

Phone: 401-222-2357  
Fax: 401-222-1356  
TTY: 711

*gov@state.ri.us*