

Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 127035



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

- The name of the corporation is Von Curtis, Inc.
- It is incorporated under the laws of Utah
- The name, if different, which it elects to use in Rhode Island is:
(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Business Name Statement" to be filed with this application:

- The date of its incorporation is Jan. 30, 1985 and the period of its duration is perpetual
- The address of its principal office in the state or country under the laws of which it is incorporated is 480 N. 900 E, PROVO, UT 84606
- The address of its proposed registered office in Rhode Island is 379 Atwood Avenue
(Street Address, not P.O. Box)
Cranston RI 02920 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is Michael K. Galvin
(Name of Agent)
- The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
Cosmetology School (see Article III of incorporation)

8. The names and respective addresses of the directors and officers are:

| | Name | Address |
|----------------|----------------------------|-------------------------------------|
| Director | <u>Winn C. Claybaugh</u> | <u>480 N. 900 E. Provo UT 84606</u> |
| Director | <u>Jeanne C. Claybaugh</u> | <u>260 S. 100E Lehi UT 84043</u> |
| President | <u>Winn C. Claybaugh</u> | <u>480 N. 900E Provo UT 84606</u> |
| Vice President | <u>Donn R. Claybaugh</u> | <u>260 S 100E Lehi UT 84043</u> |
| Treasurer | <u>Jeanne C. Claybaugh</u> | <u>260 S 100E Lehi UT 84043</u> |
| Secretary | | |

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PROVIDENCE, RHODE ISLAND

SEP 17 2002
By Cert # 291468

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

| Number of Shares | Class | Series | Par Value or Statement that Shares are without Par Value |
|------------------|--------|--------|--|
| 50,000 | Common | NA | \$ No Par Value |
| | | | |
| | | | |

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

| Number of Shares | Class | Series | Par Value or Statement that Shares are without Par Value |
|------------------|--------|--------|--|
| 2000 | Common | NA | \$ No Par Value |
| | | | |
| | | | |

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 1,786,569.00

(b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 250,000.00

(c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 14 % [divide (b) by (a) and multiply by 100 to obtain the percentage]

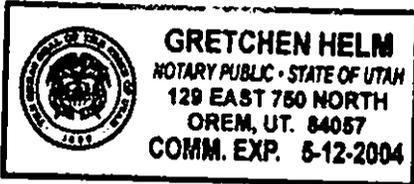
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 4,204,653.00

(b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 1,294,375.00

(c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 31 % [divide (b) by (a) and multiply by 100 to obtain the percentage]

13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: Sept. 6, 2002



Van Curtis Inc.
 Print Exact Name of Corporation Making Application
 By [Signature]
 President or Vice President (check one)
 AND
 By [Signature]
 Secretary or Assistant Secretary (check one)

STATE OF Utah
 COUNTY OF Utah

In Orem, on this 6 day of September, 2002, personally appeared before me Wynn Claybaugh + Jeannie Claybaugh, being by me first duly sworn, declared that he/she is the President and Secretary of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

Gretchen Helm
 Notary Public
 My Commission Expires 5-12-2004



Utah Department of Commerce
Division of Corporations & Commercial Code
160 East 300 South, 2nd Floor, S.M. Box 146705
Salt Lake City, UT 84114-6705
Phone: (801) 530-4849
Toll Free: (877)526-3994 Utah Residents
Fax: (801) 530-6438
Web Site: <http://www.commerce.utah.gov>

Registration Number: 890990-0142
Business Name: VON CURTIS, INC.
Registered Date: JANUARY 30, 1985

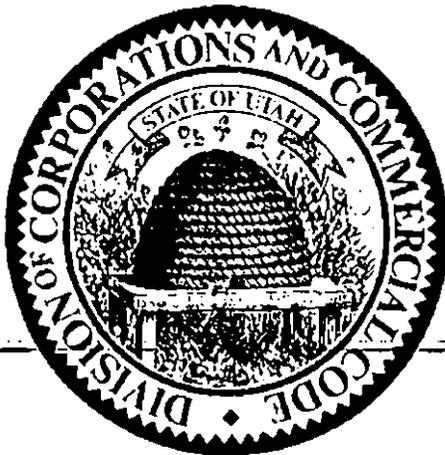
August 27, 2002

CERTIFIED COPY OF ARTICLES OF INCORPORATION

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE ("DIVISION") HEREBY CERTIFIES THAT THE ATTACHED IS TRUE, CORRECT, AND COMPLETE COPY OF THE ARTICLES OF

VON CURTIS, INC.

AS APPEARS OF RECORD IN THE OFFICE OF THE DIVISION.



Kathy Berg

Kathy Berg
Director
Division of Corporations and Commercial Code

Dept. of Professional Licensing
(801)530-6628

Real Estate
(801)530-6747

Public Utilities
(801)530-6651

Securities
(801)530-6600

Consumer Protection
(801)530-6601
