

Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-1 24)

ID Number: 106780



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

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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:

1. The name of the corporation is Aveda Services Inc. FK
2. It is incorporated under the laws of Delaware
3. 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 "Fictitious Business Name Statement" to be filed with this Application:*

4. The date of its incorporation is March 02, 1998 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is _____
1013 Centre Road, Wilmington, DE 19805
6. The address of its proposed registered office in Rhode Island is 170 Westminster Street, Suite 900
(Street)
Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)

that address is Corporation Service Company

7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
See attached business rider.

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

Name

Address

Director See attached officers/directors rider

Director _____

President _____

Vice President _____

Secretary _____

Treasurer _____

FILED

JUN 02 1999

By (Signature) 2-4-99

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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
1,000	Common	NA	\$.01

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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
100	Common	NA	\$.01

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 24,661,000
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 250,000
- (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 1 % [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 \$ 132,000,000
- (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 \$ 475,000
- (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 3.6 % [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.

Dated May 24, 19 99

Aveda Services Inc.

(Exact Corporate Name of Corporation Making Application)

By [Signature] Gerald Z. Gibian

☐ President or ☒ Vice President (check one)

By [Signature] AND [Signature] Spencer G. Smul

☐ Secretary or ☒ Assistant Secretary (check one)

STATE OF New York
COUNTY OF New York

In New York City, NY, on this 24 day of May, 19 99, personally appeared before me
Gerald Z. Gibian, an officer of the corporation, who, under oath, verified that the
information contained in this Application is true and accurate.

[Signature]
Notary Public

My Commission Expires: 7/28/99

BELINDA J BEEGHLY
Notary Public, State of New York
No. 01BE5082773
Qualified in New York County
Commission Expires July 28, 1999

Business Rider

Aveda Services Inc.

To produce, distribute, purchase, market and sell cosmetics and haircare products of any kind and any products or services related thereto, to provide services incidental to the foregoing, and to engage in all transactions reasonably necessary or incidental thereto.

AVEDA SERVICES INC.**DIRECTORS**

<u>Name</u>	<u>Address</u>
Robert J. Bigler	767 Fifth Avenue New York, NY 10153
Fred H. Langhammer	767 Fifth Avenue New York, NY 10153
William P. Lauder	767 Fifth Avenue New York, NY 10153
Saul H. Magram	767 Fifth Avenue New York, NY 10153

OFFICERS

<u>Name</u>	<u>Office(s)</u>	<u>Address</u>
Fred H. Langhammer	President	767 Fifth Avenue New York, NY 10153
Robert J. Bigler	Senior Vice President and Chief Financial Officer	767 Fifth Avenue New York, NY 10153
Andrew J. Cavanaugh	Senior Vice President -- Human Resources	767 Fifth Avenue New York, NY 10153
Saul H. Magram	Senior Vice President, General Counsel and Secretary	767 Fifth Avenue New York, NY 10153
Andris Anuzis	Vice President and Treasurer	7 Corporate Center Drive Melville, NY 11747-3166
Gerald Z. Gibian	Vice President - Tax and Real Estate	767 Fifth Avenue New York, NY 10153
Richard W. Kunes	Vice President - Financial Administration and and Corporate Controller	7 Corporate Center Drive Melville, NY 11747-3166

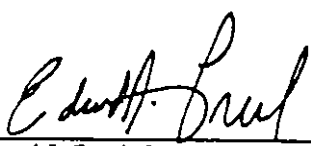
Directors/Officers Rider

Charles Weaver	Vice President, Finance	4000 Pheasant Ridge Drive Blaine, MN 55449
Jeffrey W. Cook	Assistant Secretary	4000 Pheasant Ridge Drive Blaine, MN 55449
Judith M. Mann	Assistant Secretary	767 Fifth Avenue New York, NY 10153
George H. Martini	Assistant Secretary	767 Fifth Avenue New York, NY 10153
James Porretto	Assistant Secretary	7 Corporate Center Drive Melville, NY 11747-3166
Spencer G. Smul	Assistant Secretary	767 Fifth Avenue New York, NY 10153

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "AVEDA SERVICES INC.", FILED IN THIS OFFICE ON THE SECOND DAY OF MARCH, A.D. 1998, AT 9 O'CLOCK A.M.





Edward J. Freel, Secretary of State

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AUTHENTICATION: 9769272

DATE: 05-26-99