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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

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 Rhonda & Co., 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 Stylist and Tanning Salon

To transact any lawful business for which corporations may be incorporated under the Rhode Island Business Corporation Act; and to have all powers conferred upon corporations organized under the Rhode Island Business Corporation Act.

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 state the par value of such shares or a statement that all of such shares are to be without par value.):

No Par Value; The stock shall be small business stock as defined by Internal Revenue Code Section 1244
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.):

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

See Attached

MAR 18 2003
By [Signature]

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

7. The address of the initial registered office of the corporation is 2399 Pawtucket Ave.
East Providence, RI 02914 (Street Address, not P.O. Box)
and the name of its initial registered agent
at such address is Michael D. Corrado, CPA
(Name of Agent)

8. The number of directors constituting the initial board of directors of the corporation is 2 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>
<u>President</u>	<u>Rhonda McGurn</u>	<u>80 Vincent Ave., E. Providence, RI</u>
<u>V. Pres.</u>	<u>Timothy McGurn</u>	<u>80 Vincent Ave., E. Providence, RI</u>

9. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Rhonda McGurn</u>	<u>80 Vincent Ave., E. Providence, RI</u>
<u>Timothy McGurn</u>	<u>80 Vincent Ave., E. Providence, RI</u>

10. Date when corporate existence is to begin Immediately
(not prior to, nor more than 30 days after, the filing of these articles of incorporation)

Date: 2/24/03
Rhonda McGurn
Timothy McGurn

Signature of each Incorporator

STATE OF Rhode Island
COUNTY OF Providence

In Riverside, on this 24th day of February, 2003, personally appeared before me Rhonda McGurn & Timothy McGurn, 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.

Renae Hawk
Notary Public
My Commission Expires: 02/28/05

The corporation shall have the right in the case of the sale of shares of stock of any shareholder to purchase said shares at the lowest price at which the stockholder is willing to sell to any other party before the same shall be sold by him to any other party; provided, however, that the corporation shall exercise its right to purchase within thirty (30) days after the stockholder shall have notified it in writing of his desire to sell said shares, and if the corporation shall decide to purchase said shares, such stockholder shall, under tender of the purchase price thereof, transfer to the corporation the shares so sold, and if the corporation shall not elect to purchase said shares within the said thirty (30) days, then such stockholder may, at any time within thirty (30) days after the expiration of said thirty (30) days, transfer said shares to any other party at not less than the price at which the same were offered to the corporation.