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State of Idaho

Department of State

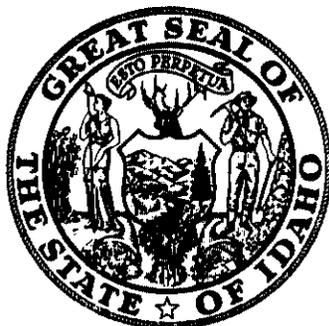
CERTIFICATE OF INCORPORATION OF

DAVENPORT, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: April 11, 1994



Pete T. Cenarrusa
SECRETARY OF STATE
By *[Signature]*

ARTICLES OF INCORPORATION
OF
DAVENPORT, INC.

RECEIVED
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The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation is Davenport, Inc.

ARTICLE TWO

The period of the corporation's duration is perpetual.

ARTICLE THREE

The purpose or purposes for which the corporation is organized is to:

{1} To erect, construct, establish, purchase, lease, and otherwise acquire, and to hold, use equip, outfit, supply, service, maintain, operate, sell, and otherwise dispose of beauty salons, cosmetology salons, boutiques, and other beautician, and or cosmetology establishments of every kind and description, woodshops, craftshops, bookstores, and generally conduct the business of beauticians, cosmotologists, hairdresser, make-up artist, beauty consultant, woodcrafter, building consultant, bookwriter, book illustrator, sign designer, and other such establishments of every kind and description; and to engage in all activities, to render all services, and to buy, sell, use handle, and deal in all fixtures, machinery, apparatus, equipment, accessories, tools, materials, products, and merchandise incidental or related thereto, or of use therein.

{2} Manufacture, produce, treat, purchase, and otherwise acquire, use, sell, and otherwise prepare, demonstrate, and otherwise package, and exchange, distribute, sell, and otherwise dispose of, handle, market, store, import, export, deal and trade

in and with all beauty products of all kinds and descriptions, wood products of all kinds and descriptions, crafts of all kinds and descriptions, woodcraft designs of all kinds and descriptions, books and related products of all kinds and descriptions, illustrations, copyrights, and all allied products, and merchandise related to said beauty, cosmetology, book writing, copywriting, woodcrafting, construction, building, and consulting services.

{3} Coiffure, treat and cut, color hair, style hair, consult on make-up application, mill and design wood products, write books, illustrate books, copyright books, and otherwise deal in cosmetology, woodcrafting, bookwriting, and illustration, and consulting of all kinds for said corporation.

{4} To do all and everything necessary and proper for the accomplishment of the objectives hereinbefore enumerated or necessary or incidental to the protection and benefit of the corporation.

The foregoing clauses shall be construed both as purposes and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the corporation and are in furtherance of and in addition to and not in limitation of the general powers conferred by the laws of the State of Idaho; provided that no purpose stated above will authorize this corporation to be organized for or to transact any business in this state which is prohibited by the Idaho Business Corporation Act, as now written or as hereafter amended; and further provided that no purpose stated above will authorize this corporation to violate any other law, statute, regulation or ordinance of Idaho or the Government of the United States of America.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000) shares of common stock with no par value.

ARTICLE FIVE

The address of the initial registered office of the corporation is 1208 Canal, Idaho Falls, Idaho 83402, and the name of its initial registered agent at such address is Telicia A. Davenport.

ARTICLE SIX

The corporation will not commence business until it has received for the issuance of shares consideration of the value of at least Five Thousand Dollars (\$5,000.00) consisting of money, labor, and property actually received.

ARTICLE SEVEN

The number of directors constituting the initial board of directors of the corporation is two, 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:

<u>Name:</u>	<u>Address:</u>
1. Telicia A. Davenport	1208 Canal Idaho Falls, Idaho 83402
2. Stanley O. Davenport	1208 Canal Idaho Falls, Idaho 83402

ARTICLE EIGHT

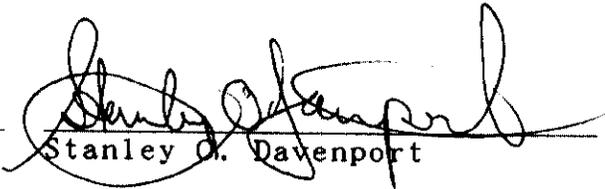
The name and address of each incorporator is:

<u>Name:</u>	<u>Address:</u>
1. Telicia A. Davenport	1208 Canal Idaho Falls, Idaho 83402
2. Stanley O. Davenport	1208 Canal Idaho Falls, Idaho 83402

3- ARTICLES OF INCORPORATION OF DAVENPORT, INC.

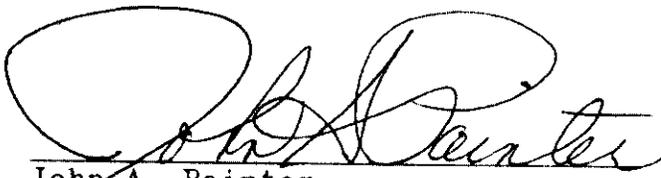
DATED: April 6, 1994


Telicia A. Davenport


Stanley O. Davenport

STATE OF IDAHO)
) ss
County of Bonneville)

I, John A. Painter, a notary public, do certify that on April 6, 1994 personally appeared before me Telicia A. Davenport and Stanley O. Davenport, who being by me first duly sworn, declared that they are the persons acting as incorporators, and that signed the foregoing document, and that the statements therein contained are true.


John A. Painter
Notary Public for Idaho
My Commission Expires 12/20/1999