

State of Idaho

Office of the Secretary of State

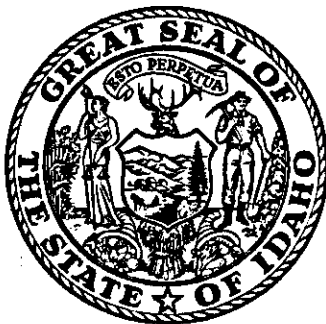
**CERTIFICATE OF AUTHORITY
OF
SALLY BEAUTY HOLDINGS, INC.**

File Number C 170849

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: January 11, 2007



Ben Yursa
SECRETARY OF STATE

By *[Signature]*

202



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

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SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

- The name of the corporation is: Sally Beauty Holdings, Inc.
- The name which it shall use in Idaho is: _____
- It is incorporated under the laws of: Delaware
- Its date of incorporation is: 06/16/2006
- The address of its principal office is: 3001 Colorado Blvd, Denton, TEXAS 76210
- The address to which correspondence should be addressed, if different from item 5. is: _____
- The street address of its registered office in Idaho is: 300 North 6th Street, Boise, Idaho 83702
and its registered agent in Idaho at that address is: CT Corporation System
- The names and respective business addresses of its directors and officers are: **SEE ATTACHMENT**

Name	Office	Address
<u>Gary Winterhalter</u>	<u>Director</u>	<u>3001 Colorado Blvd., Denton, TEXAS 76210</u>
<u>James Berges</u>	<u>Director</u>	<u>375 Park Avenue, 18th floor, New York, NY 10152</u>
<u>John Miller</u>	<u>Director</u>	<u>2101 Claire Ct., Glenview, IL 60025</u>
<u>Richard J. Schnall</u>	<u>Director</u>	<u>375 Park Avenue, 18th floor, New York, NY 10152</u>
<u>Donald J. Gogel</u>	<u>Director</u>	<u>375 Park Avenue, 18th floor, New York, NY 10152</u>
<u>Bob McMaster</u>	<u>Director</u>	<u>2695 Sandover Rd., Columbus, OH 43220</u>

Dated: 1-9-07

Signature: [Handwritten Signature]

Typed Name: Raal Roos

Capacity: Secretary
[The signer must be a director or an officer of the corporation.]

Customer Acct # : _____
(if using pre-paid account)
Secretary of State use only

corporations
secretaryofstate
idaho.gov
Form-COR-2005

IDAHO SECRETARY OF STATE
01/11/2007 05:00
CK: 93975 CT: 20168 BH: 1025782
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**Attachment to Idaho
Officers & Directors**

- 1 **Full Name:** Ed Rabin
Officer/Director: Director
Officer's Title:
Business Address: 179 E. Lake Shore Drive # 102
City: Chicago
State: IL
ZIP Code: 60611
- 2 **Full Name:** Walter Metcalfe
Officer/Director: Director
Officer's Title:
Business Address: 211 N. Broadway, Suite 3600
City: St. Louis
State: MO
ZIP Code: 63102
- 3 **Full Name:** Kathy Affeldt
Officer/Director: Director
Officer's Title:
Business Address: 164 S. Shore Dr. # 503
City: Hilton Head
State: SC
ZIP Code: 29928
- 4 **Full Name:** Marshall Eisenberg
Officer/Director: Director
Officer's Title:
Business Address: 2 North La Salle
City: Chicago
State: IL
ZIP Code: 60602
- 5 **Full Name:** Martha Miller de Lombera
Officer/Director: Director
Officer's Title:
Business Address: Lorenzo de la Hildaiga 416 B-12
City: Bosque de Santa FE San Mateo Tlatltenango

- 6 State: MEXIC
 ZIP Code: 05600 D.F.
 Full Name: Gary Winterhalter
 Officer/Director: Officer
 Officer's Title: President & Chief Executive Officer
 Business Address: 3001 Colorado Blvd.
 City: Denton
 State: TEXAS
 ZIP Code: 76210
- 7 Full Name: Gary Robinson
 Officer/Director: Officer
 Officer's Title: Sr. VP & CFO & Treasurer
 Business Address: 3001 Colorado Blvd.
 City: Denton
 State: TEXAS
 ZIP Code: 76210
- 8 Full Name: W. Richard Dowd
 Officer/Director: Officer
 Officer's Title: Sr. VP, Distribution & CIO
 Business Address: 3001 Colorado Blvd.
 City: Denton
 State: TEXAS
 ZIP Code: 76210
- 9 Full Name: Raal Roos
 Officer/Director: Officer
 Officer's Title: Sr. VP & Secretary
 Business Address: 3001 Colorado Blvd.
 City: Denton
 State: TEXAS
 ZIP Code: 76210
- 10 Full Name: Matthew Haltom
 Officer/Director: Officer
 Officer's Title: Assistant Secretary
 Business Address: 3001 Colorado Blvd.
 City: Denton

	State:	TEXAS
	ZIP Code:	76210
11	Full Name:	Mark Faulkner
	Officer/Director:	Officer
	Officer's Title:	Vice President & Assistant Treasurer
	Business Address:	3001 Colorado Blvd.
	City:	Denton
	State:	TEXAS
	ZIP Code:	76210
12	Full Name:	Daniel J. Connors
	Officer/Director:	Officer
	Officer's Title:	Sr. V.P. of Business Development & Strategic Planning
	Business Address:	3001 Colorado Blvd.
	City:	Denton
	State:	TEXAS
	ZIP Code:	76210
13	Full Name:	Sandy J. Martin
	Officer/Director:	Officer
	Officer's Title:	Vice President of Investor Relations
	Business Address:	3001 Colorado Blvd.
	City:	Denton
	State:	TEXAS
	ZIP Code:	76210
14	Full Name:	Kevin Oldham
	Officer/Director:	Officer
	Officer's Title:	Vice President of Tax & Assistant Treasurer
	Business Address:	3001 Colorado Blvd.
	City:	Denton
	State:	TEXAS
	ZIP Code:	76210
15	Full Name:	Ed Rabin
	Officer/Director:	Director
	Officer's Title:	
	Business Address:	179 E. Lake Shire Drive # 102

City:
State:
ZIP Code:

Chicago
IL
60611

Delaware

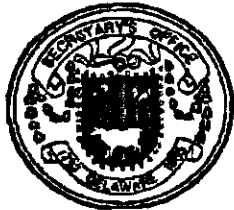
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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SALLY BEAUTY HOLDINGS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF JANUARY, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

4176666 8300
070034530



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5346916
DATE: 01-11-07