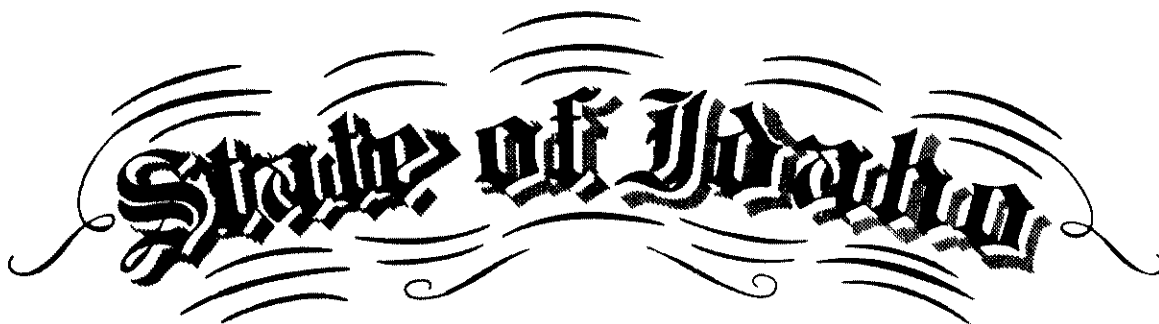


95238



**CERTIFICATE OF INCORPORATION
OF**

STATE BARBER STYLING COLLEGE 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: May 7, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

A. ARTICLES OF INCORPORATION

MAY 7 9 39 AM
SECRETARY OF STA

ARTICLES OF INCORPORATION
OF
State Barber Styling College Inc.

We, the undersigned, natural persons of the age of eighteen years or more, acting as incorporators of a corporation under the laws of the state of Idaho, adopt the following Articles of Incorporation for such corporation:

ARTICLE I -name

The name of this corporation is State Barber Styling College Inc.

ARTICLE II -\DURATION

The period of its duration is perpetual.

ARTICLE III -\PURPOSES

The purposes for which the corporation is organized are to operate a school to instruct barbering and hairstyling, sell retail beauty products, operate a full service barber and styling salon, any other health/beauty related services, and to transact any or all lawful business for which corporations may be incorporated under the laws of the state of Idaho and, in aid thereof, the corporation shall have unlimited power to engage in and to do any lawful act concerning any or all business for which corporations may be organized under the said Act, including but not limited to the following:

(a) To enter into any lawful arrangement for sharing profits, a union of interests, reciprocal association or cooperative association with any corporation, association, partnership, individual or other legal entity for the carrying on of any business and to enter into any general or limited partnership for the carrying on of any business;

(b) To lease, sell, exchange and trade real and personal property, either tangible or intangible;

(c) To conduct business anywhere in the world;

(d) To guarantee the obligations of others with or without consideration.

ARTICLE IV -\STOCK

The aggregate number of shares which the corporation shall be authorized to issue is 150,000 shares of the par value of

\$1.00 per share. All stock of this corporation shall be of the same class, common, and shall have the same rights and preferences. Fully paid stock of this corporation shall not be liable to any call and is non-assessable.

ARTICLE V -\PREEMPTIVE RIGHTS

A shareholder shall have no preemptive rights to acquire any securities of this corporation.

ARTICLE VI -\INITIAL CAPITALIZATION


This corporation will not commence business until consideration of a balance of at least \$1,000 has been received for the issuance of shares.

ARTICLE VII -\INITIAL OFFICE AND AGENT

The address of this corporation's initial registered office and the name of its initial registered agent at such address is:

Name of Agent -----	Address of Registered Office -----
Maureen Williams	2210 Main Street Boise, Idaho 83702

I hereby accept appointment as
registered agent for State Barber Styling College Inc..


Maureen Williams, Registered

Agent

ARTICLE VIII -\DIRECTORS

The number of directors constituting the initial Board of Directors of this corporation is three. The names and addresses of persons who are to serve as directors until the first annual meeting of stockholders, or until their successors are elected and qualify, are:

Name -----	Address -----
D. Ray Williams	2210 Main St Boise, Idaho 83702
Maureen Williams	2210 Main Street Boise, Idaho 83702
Jack Gann	2210 Main Street

Boise, Idaho 83702

The number of directors may be changed from time to time by amendment of the By-Laws, but there shall be not more than 25 nor less than three directors.

ARTICLE IX - INCORPORATORS

The name and address of each incorporator is:

Name	Address
-----	-----
D. Ray Williams	2210 Main St Boise, Idaho 83702
Maureen Williams	2210 Main St Boise, Idaho 83702

DATED: this May 3, 1991.

D. Ray Williams
D. Ray Williams

Maureen Williams
Maureen Williams

STATE OF Idaho)
COUNTY OF Ada) ss.

On the May 3, 1991, D. Ray Williams, Maureen Williams, personally appeared before me who, being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

DATED: this May 3, 1991.

Barbara J. Dearhard
Notary Public

My Commission Expires:

12-30-91

Residing at:

Boise, Idaho