

28

ARTICLES OF INCORPORATION
OF
UNIQUE, INC.

The undersigned, acting as incorporator of a corporation under the Alabama Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Unique, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purposes for which the corporation is organized are as follows:

(a) To engage in the operation of a beauty shop/salon for the cutting and styling of hair and related services;

(b) To render to others, and to engage in the business of rendering to others, consulting, advisory, administrative, industrial engineering, accounting, bookkeeping and other services of every nature, kind and character, which a corporation may legally render;

(c) To engage in any industrial, manufacturing, mining, mercantile, trading, agricultural, service, or other lawful business of any kind or character whatsoever;

(d) To act as agent, representative, or receiver of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;

(e) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein;

(f) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use,

Burr T. Forman

employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, corporations, associations, partnerships, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;

(g) To lend money, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested; and

(h) To transact any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000) shares of common stock of the par value of one dollar (\$1.00) per share.

FIFTH: The address of the initial registered office of the corporation is 7 Turnberry Place, Shoal Creek, Alabama 35094, and the name of its initial registered agent at such address is Martha Taylor.

SIXTH: The number of directors constituting the initial board of directors of the corporation is three (3) 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>
James A. Taylor	7 Turnberry Place Shoal Creek, Alabama 35094
Ronald W. Orso	860 Montclair Road Birmingham, Alabama 35213

Kim W. Smith

36 Hunter's Trace
Pelham, Alabama 35124

SEVENTH: The name and address of the incorporator is:

Name

Address

Deborah P. Fisher

Burr & Forman
3000 SouthTrust Tower
Birmingham, Alabama 35203

EIGHTH: No shareholder of the corporation shall be entitled as a matter of right to subscribe for, purchase, receive or acquire as a preemptive right any shares of stock, or other securities convertible into stock, of the corporation which it may issue, or sell, whether out of the number of shares thereof now or hereafter authorized or out of shares now or hereafter held in its treasury, but all such additional shares of stock or other securities may be issued or disposed of by the board of directors to such persons and upon such terms as in its absolute discretion it may deem advisable.

DATED: January 4, 1990.



Deborah P. Fisher
Incorporator

This document prepared by:

Deborah P. Fisher
Burr & Forman
3000 SouthTrust Tower
Birmingham, Alabama 35203

01/03/90 17:34 205 240 3138

SEC. STATE

001



OFFICE OF THE SECRETARY OF STATE

State of Alabama

PERRY A. HAND

SECRETARY OF STATE

NAME RESERVATION CERTIFICATE

FOR

Unique, Inc.

I, Perry A. Hand, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said state, do hereby certify that pursuant to the provisions of Section 10-2A-26, Code of Alabama 1975, based upon an examination of the corporation records on file in this office, the corporate name "Unique, Inc." is reserved as available.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Deborah Fisher, 3000 Southtrust Tower, Birmingham, AL 35203 for a period of one hundred twenty days beginning January 3, 1990 and expiring May 4, 1990.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on January 3, 1990.

A handwritten signature of Perry A. Hand in dark ink.

Perry A. Hand
Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

UNIQUE, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of UNIQUE, INC., duly signed pursuant to the provisions of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of UNIQUE, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 5th day of JANUARY, 19 90.

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

90 JAN -5 AM 10:13

JUDGE OF PROBATE

Thomas A. Howden, Jr.
Judge of Probate

Rec 35.00
Jud 3.00
38.00