Jernow & Lewis Box

17

State of North Carolina

Department of the Secretary of State

To all to whom these presents shall come, Greeting:

I, **Thad Eure,** *Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (* 5 *sheets) to be a true copy of*

ARTICLES OF INCORPORATION

OF

E & I RULE ENTERPRISES, INC.

and the probates thereon, the original of which was filed in this office on the 17th *day of* January 19 80 *, after having been found to conform to law.*

In Witness Whereof, *I have hereunto set my hand and affixed my official seal.*

Done in Office, *at Raleigh, this* 17th *day of* January *in the year of our Lord 19* 80

Secretary of State

By *Deputy Secretary of State*

BOOK 1295 PO 263

FILED

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THAD EURE
SECRETARY OF STATE
NORTH CAROLINA

263675

ARTICLES OF INCORPORATION

OF

E & I RULE ENTERPRISES, INC.

We, the undersigned, being natural persons of the age of twenty-one years or more, do hereby associate ourselves into a business corporation under the laws of the State of North Carolina, as contained in Chapter 55 of the General Statutes of North Carolina, entitled "BUSINESS CORPORATION ACT", and the several amendments thereto, and to that end do hereby set forth:

1. The name of the corporation shall be: E & I Rule Enterprises, Inc.

2. The period of duration of the corporation shall be unlimited.

3. The purpose or purposes for which the corporation is organized are:

A. To engage in and conduct the business of a beauty salon including, for example, the complete business of hairdressing and cosmotology; buying, selling, and generally dealing in cosmetics, perfumes, soaps and toilet articles and all other types of beauty shop preparations; and owning, operating, franchising and buying and/or selling beauty shops.

B. To carry on and conduct the business of ceramics and plastercraft, including for example, the conducting of classes in these particular areas; the purchasing, selling, importing, exporting, and manufacturing materials and supplies used by those persons working with either ceramics or plastercraft; purchasing and selling, both retail and wholesale, of certain supplies and materials associated with this business; and including the owning, operating, franchising, buying and selling of shops to conduct this business.

C. To buy, sell, exchange, trade, manufacture, deal in, manage, repair, improve, develop, hold, receive or transfer by gift or otherwise, mortgage or pledge, to rent or lease to or from others, real property, and personal property (tangible or intangible), and to do the same on its own behalf as principal or as agent or broker on commission. To prepare, design, process, manufacture, sell, buy, exchange, transport, and otherwise handle or deal in or deal with items of personal property, or of merchandise of any kind.

D. To act as principal, or agent, representative, distributor or dealer in the purchase, sale, distribution, manufacture, processing, or disposition of products and items, and in performing services.

BOOK 1295 PG 264

E. To the same extent as natural persons might or could do, to purchase or otherwise acquire, to receive as an exchange or gift or loan or in any other manner, and to hold, use, own, maintain, work, develop, improve, sell, lease, exchange, convey, mortgage, or otherwise dispose of and deal in lands and leaseholds, and any interests, estate and rights in real property, and in personal or mixed property, as well as in any franchises, rights, licenses, leases or privileges necessary, convenient or appropriate for any of the purposes herein expressed; to construct, erect, equip, repair and improve houses, buildings, public or private roads, alleys, or any other structure or improvement of any nature whatsoever; and to carry on any of such activities on its own behalf or as agent for others.

F. To acquire by purchase, subscription or otherwise, to hold for investment or otherwise and to use, sell, assign, transfer, mortgage, pledge or otherwise deal with or dispose of stocks, notes and evidences of indebtedness, bonds, or any other interest in, or obligations or securities of, or the good will or business of, any corporation, partnership, or proprietorship, or individual, (including shares of this Corporation's own stock, which may be acquired by purchase or otherwise, held, retired, reissued, transferred or sold); to do anything necessary for the preservation, protection, improvement, or enhancement of the value of such stocks, bonds, good will, obligations, interests and/or investments and to exercise all rights, powers and privileges of ownership thereof to the same extent that any natural person might or could do, to borrow money; and, if authorized by resolution of this Corporation's directors, to guarantee the payment of principal or interest, or both, of any other obligations, and the performance of any contracts, including the guarantee or endorsement of any obligations of any subsidiary or affiliated business of this Corporation. To become a general or special or limited partner in business enterprises, but not to become a partner or to acquire any interest or incur any liability as a partner, except by written instrument specifically declaring and naming such partnerships and executed by this Corporation pursuant to resolution of its Board of Directors and with its Corporate Seal affixed.

G. No director or officer or agent or employee of this Corporation shall be personally liable in any way by reason of the ownership of, or participation in, any partnership by this Corporation, or by reason of any other act or omission or debt or obligation of this Corporation in any other respect whatever.

H. To borrow money and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, and to incur the same if need be by mortgage, pledge, or otherwise, and generally to make and perform agreements and contracts of every kind and description. But no mortgage of any real property of this Corporation shall be made except by written instrument executed by this Corporation pursuant to resolution of its Board of Directors and with its Corporate Seal affixed.

I. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, either alone or in association with the other corporations, firms or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof; provided, however, that the same be not contrary to the criminal laws of the State of North Carolina.

BOOK 1295 PO265

J. The Corporation may carry on any other business in addition to the aforegoing; and the enumeration of the above specific powers and rights shall not in any way limit or deprive this Corporation of any of the rights and privileges given to it under the general corporation laws of the State of North Carolina.

K. The Corporation may carry on business and conduct its activities in any other State or in the District of Columbia, or in any other country or place. However, no such business or activity elsewhere than in North Carolina may be entered into or done unless previously authorized by specific resolution of the Board of Directors.

4. The address of the initial registered office of the Corporation in the State of North Carolina is 4680 Woodhurst Drive, Winston-Salem, County of Forsyth , North Carolina, and the name of the initial registered agent at such address is: Eugene W. Rule

5. In addition to the general powers granted corporations under the laws of the State of North Carolina, the corporation shall have full power and authority as follows:

(a) The Corporation may utilize and apply its surplus earnings or profits authorized by law to be so reserved, to the purchase or acquisition of its own capital stock, from time to time, and in such manner as may be legal and equitable as to other stockholders, and upon such terms as its Board of Directors shall determine.

(b) The several objects, purposes and powers specified in this Certificate shall not be limited by or dependent upon the terms of any other clause in any other part of this Certificate, but the objects and powers specified in each of the clauses of this Certificate shall be regarded as independent and separate purposes and powers of the corporation.

6. The number of directors of the corporation may be fixed by the By-Laws, but shall not be less than two (2).

The number of directors constituting the initial Board of Directors shall be four (4) , and the names and addresses of the persons who are to serve as directors until the first meeting of shareholders or until their successors are elected and qualified are:

NAMES	ADDRESSES
Eugene W. Rule	4680 Woodhurst Drive Winston-Salem, North Carolina
Inez R. Rule	4680 Woodhurst Drive Winston-Salem, North Carolina
Jerry Lynn R. Styron	Canterbury Park, Rt. 5 Winston-Salem, N. C. 27105
Ronald E. Rule	P. O. Box 2455, Highway 66 Kernersville, N. C. 27284

BOOK 1295 PO266

7. The names and addresses of all of the incorporators are:

NAMES	ADDRESSES
Eugene W. Rule	4680 Woodhurst Drive Winston-Salem, North Carolina
Inez R. Rule	4680 Woodhurst Drive Winston-Salem, North Carolina

8. The minimum amount of consideration with which the Corporation shall commence business is $300.00 in cash or property of equal value, and this Corporation shall commence business upon receipt of said $300.00 in cash or property consideration and the issuance therefor of shares of stock at an issue valuation of not less than par.

9. The aggregate number of shares which the Corporation shall have authority to issue is 100,000 , divided into one class. The designation of each class, number of shares of each class, series, if any, within each class, and the par value, if any, of the shares of each class, or a statement that the shares of any class are without par value, is as follows:

Class	Series	Number of Shares	Par value per share
Common Capital	A	100,000	$1.00

IN TESTIMONY WHEREOF, we have hereunto set our hands, this the 14th day of January, 1980.

Eugene W. Rule

Eugene W. Rule

Inez R. Rule

Inez R. Rule

BOOK 1295 PO267

STATE OF NORTH CAROLINA :

COUNTY OF Forsyth :

This is to certify, that on the 14th day of January, 1980, before me, a Notary Public personally appeared Eugene W. Rale, Inez R. Rale, and _____, who I am satisfied are the persons named in and who executed the foregoing Articles of Incorporation, and I having first made known to them the contents thereof, they did each acknowledge that they signed and delivered the same as their voluntary act and deed for the uses and purposes therein expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, this the 14th day of January, 1980.

OFFICIAL SEAL
Notary Public, North Carolina
County of Forsyth
ELENI T. BABALIS

Eleni T. Babalis

My commission expires: 8-3-81

PRESENTED FOR
REGISTRATION
AND RECORDED

JAN 22 3 25 PM '80

EUNICE AYERS
REGISTER OF DEEDS
FORSYTH CTY. N.C.

$8.00pd

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BOOK 1295 PG 268