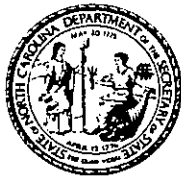


STATE OF
NORTH
CAROLINA



G. Phillips - Box
Department of The
Secretary of State

To all whom these presents shall come, Greeting:

I, Rufus L. Edmisten, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (2 sheets) to be a true copy of

ARTICLES OF INCORPORATION

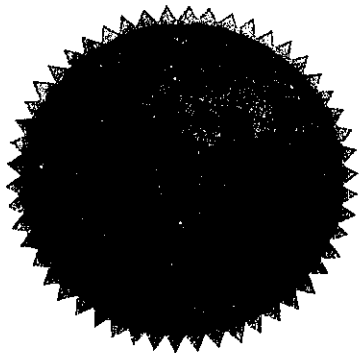
OF

J & A CONSULTANT SERVICES, INC.

and the probates thereon, the original of which was filed in this office on the 20th day of July 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 20th day of July in the year of our Lord 1989



Rufus L. Edmisten

Secretary of State

ARTICLES OF INCORPORATION
OF
J & A CONSULTANT SERVICES, INC.

DOCUMENT #459327
DATE 07/20/89 TIME 09:52
FILED
RUFUS L EDMISTEN
SECRETARY OF STATE

The undersigned, being of the age of eighteen (18) ~~NORTH CAROLINA~~ or more, do hereby make and acknowledge these Articles of Incorporation for the purpose of forming a business corporation under and by virtue of the laws of the State of North Carolina.

1. The name of the corporation is J & A Consultant Services, Inc.;
2. The period of duration of the corporation is perpetual;
3. The purposes for which this corporation is organized are:
 - (a) To act as consultant, teacher, sales representative in beauty care, aids, supplies and products primarily for but not limited to individual clients; to promote, demonstrate and sell individual items or other household products and office supplies primarily but not limited to beauty care;
 - (b) To engage in any lawful act or activity for which corporations may be organized under Chapter 55 of the North Carolina General Statutes;
4. The corporation shall have the authority to issue One Hundred Thousand (100,000) shares of stock with no par value;
5. The minimum amount of consideration to be received for its shares and for which the corporation shall commence business is Five Hundred (\$500.00) Dollars;
6. The address of the initial registered office of the corporation is 134 Mallard Court, Chapel Hill, Orange County, North Carolina, 27514, and the initial registered agent at such address is Jewel Stoneman Dick;
7. The number of directors constituting the initial Board of Directors shall be two (2) and the names and addresses of these persons who are to serve as Directors until the first meeting of shareholders, or until their successors be elected and qualify, are:

Jewel Stoneman Dick
134 Mallard Court
Chapel Hill, N. C. 27514

Andrew Edward Dick
134 Mallard Court
Chapel Hill, N. C. 27514

8. The names and addresses of the incorporators are:

Jewel Stoneman Dick
134 Mallard Court
Chapel Hill, N. C. 27514

Andrew Edward Dick
134 Mallard Court
Chapel Hill, N. C. 27514

IN WITNESS WHEREOF, we have hereunto set our hands and seals, this the 15th day of July, 1989.

Jewel Stoneman Dick (SEAL)
Jewel Stoneman Dick

Andrew Edward Dick (SEAL)
Andrew Edward Dick

* * * * *

NORTH CAROLINA - Forsyth County

This is to certify that on the 15th day of July, 1989, before me, a Notary Public, personally appeared JEWEL STONEMAN DICK and ANDREW EDWARD DICK, 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 acknowledge that they signed and delivered the same as their voluntary act and deed for the purposes therein expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal, this the 15th day of July, 1989.

J. N. Stoneman
Notary Public

My Commission expires:

May 16, 1990



Page Two

PRESENTED FOR
REGISTRATION
AND RECORDED

JUL 24 4 23 PM '89

L. L. PEAS
REGISTER OF DEEDS
FORSYTH CO. N. C.

JB #9.000.

1672P0355