

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
06/12/97

CORPORATION:

BACK TO BASICS, INC.

CHARTER NUMBER: 981280
ROLL AND FRAME: 5894-0495

05894-0495
DOCUMENT NUMBER

97052153101

CODE

ARF

FEE

85.00

119125

RETURN TO: GINO PULITO
230 THIRD ST
ELYRIA OH 44035

TOTAL : 85.00

0316

5894-0496



The State of Ohio

Bob Taft

Secretary of State

981280

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous

Filings; that said records show the filing and recording of: ARF

of:

BACK TO BASICS, INC.

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 5894 at Frame 0497 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at

Columbus, Ohio, this 21ST day of MAY

A.D. 19 97 .



Bob Taft
Bob Taft
Secretary of State

05894-0497

APPROVED 
KN
Date 5/21/97
\$ 85.00
97052153101

ARTICLES OF INCORPORATION

OF

BACK TO BASICS, INC.

The undersigned, a citizen of the United States, desiring to form a corporation for profit under the General Corporation Law of Ohio, does hereby certify:

FIRST: The name of said corporation shall be:

Back to Basics, Inc.

SECOND: The place in the State of Ohio where its principal office is to be located is:

**36211 Dellwood Road
Grafton, Ohio 44044
Lorain County**

THIRD: The purposes for which it is formed are:

(a) To engage in any lawful act or activity for which corporations may be formed under Sections 1701.01 to 1701.98, inclusive, of the Ohio Revised Code, as now in effect or hereafter amended.

(b) To do all such further acts as are necessary and convenient or expedient to accomplish the foregoing purposes or as are incidental thereto.

FOURTH: The authorized number of shares which the corporation is authorized to have outstanding is Seven Hundred Fifty (750) shares, all of which shall be common shares without par value.

FIFTH: The amount of stated capital with which the corporation will begin business is not less than Five Hundred Dollars (\$500.00).

05894-0498

- SIXTH:** Redemption - The corporation, by action of its directors and without action by its shareholders, may purchase its own shares in accordance with the provision of the Ohio General Corporation Law. Such purchases may be made either in the open market or at public or private sale, in such manner and amounts, from such holder or holders of outstanding shares of the corporation, and at such prices as the directors shall from time to time determine.
- SEVENTH:** No holders or share of the corporation shall have any pre-emptive right to subscribe for or to purchase any shares of the corporation of any class, whether such shares or such class be now or hereafter authorized.
- EIGHTH:** Any meetings of the shareholders may be held either within or without the State of Ohio.

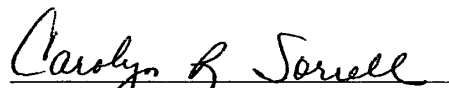
IN WITNESS WHEREOF, I have hereunto set my hand this 14 day of
May, 1997.


Carolyn R. Sorrell

05894-0499

ORIGINAL APPOINTMENT OF AGENT

The undersigned, being the incorporator, of **Back to Basics, Inc.**, hereby appoints **GINO PULITO**, a natural person resident in the State of Ohio, upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. Mr. Pulito's complete address is 230 Third Street, #200, Elyria, OH 44035.


Carolyn R. Sorrell

Gentlemen:

I hereby accept appointment as agent of your corporation upon whom any process, tax notices or demands may be served.


Gino Pulito

05894-0500

GINO PULITO

Attorney at Law
230 Third Street
Elyria, Ohio 44035

Telephone (216) 322-1125
Fax (216) 322-6474

May 14, 1997

Robert Taft
Secretary of State
30 East Broad Street, 14th Floor
Columbus, OH 43266

RE: Back to Basics, Inc.

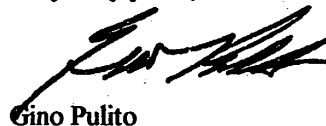
Dear Sir:

Enclosed for filing are Articles of Incorporation and Original Appointment of Agent for Back to Basics, Inc. Also, enclosed is a check in the amount of \$85.00, representing the filing fee.

Would you please return the Articles to this office after filing the same.

Thank you for your attention to this matter.

Very truly yours,



Gino Pulito

GP/c

Enclosures

CORRESPONDENCE