

ATTACHMENT TO RECORDATION FORM COVER SHEET

4.B. Trademark Registration Numbers

1,619,206

1,242,517

854,311

1,293,529

1,304,469

1,436,918

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "GEMM, INC.", CHANGING ITS NAME FROM "GEMM, INC." TO "PREMIER SALONS INTERNATIONAL, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF FEBRUARY, A.D. 1994, AT 10 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1475513

DATE: 12-01-01

2362615 8100

010605316

TRADEMARK
REEL: 002444 FRAME: 0909

**AMENDMENTS TO CERTIFICATE OF INCORPORATION
OF GEMM, INC.**

The undersigned, constituting the entire Board of Directors of GEMM, Inc., a Delaware corporation (the "Corporation"), hereby adopts the following Resolutions as amendments to the Articles of Incorporation:

RESOLUTION CHANGING NAME

WHEREAS, the Corporation's name is currently GEMM, Inc.; and

WHEREAS, the Board of Directors desires to change the name of the Corporation;

NOW, THEREFORE, IT IS HEREBY RESOLVED, that the name of the Corporation shall be changed to the following:

"Premier Salons International, Inc."

RESOLUTION CHANGING REGISTERED AGENT


WHEREAS, the Corporation desires to benefit from the services and expertise of the Corporation Trust Company as registered agent;

NOW, THEREFORE, IT IS HEREBY RESOLVED, that the Corporation's registered office shall be changed to The Corporation Trust Company, 1209 Orange Street, Wilmington, County of New Castle, Delaware 19801.

FURTHER ACTION

BE IT FURTHER RESOLVED, that any officer of the Company is hereby authorized to execute the necessary documents to effectuate the change in the name and the change of registered agent of the Company.

IN WITNESS WHEREOF, the Company has executed these amendments to the Certificate of Incorporation this 7th day of February, 1994.



Brian Luborsky
Chief Executive Officer

CANADA)

)

PROVINCE OF ONTARIO)

I, Gordon P. Luborsky, a Notary Public, in and for the Province of Ontario, by Royal Authority duly appointed, residing in the city of Toronto, in the Province of Ontario, Do Certify and Attest that the foregoing instrument was acknowledged before me by Brian Luborsky, an act whereof being requested I have been granted under my Notarial Form and Seal of Office to serve and avail as occasion shall or may require.

(Signatures continued on next page)

(Signatures continued from previous page)

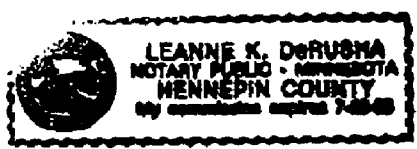
In Testimony Whereof I have hereto subscribed my name and affixed my Notarial Seal of Office at WILMINGTON, Ontario this 27th day of February, 1994.

[Signature]
Notary Public

[Signature]
Donn Wilson
President

STATE OF MINNESOTA)
)
COUNTY OF HENNEPIN)

The foregoing instrument was acknowledged before me this 4th day of February, 1994.



[Signature]
Notary Public EXP. 7-20-98

[Signature]
Chris Cawston
Vice President and Secretary

CANADA)
)
PROVINCE OF ONTARIO)

I, Gordon F. L. [Signature], a Notary Public, in and for the Province of Ontario, by Royal Authority duly appointed, residing in the city of Toronto, in the Province of Ontario, Do Certify and Attest that the foregoing instrument was acknowledged before me by Chris Cawston, an act whereof being requested I have been granted under my Notarial Form and Seal of Office to serve and avail as occasion shall or may require.

In Testimony Whereof I have hereto subscribed my name and affixed my Notarial Seal of Office at WILMINGTON, Ontario this 27th day of February, 1994.

[Signature]
Notary Public


**SHAREHOLDER RESOLUTIONS APPROVING AMENDMENTS
TO CERTIFICATE OF INCORPORATION**

The undersigned, constituting all of the shareholders of GEMM, Inc., a Delaware corporation (the "Corporation"), entitled to vote, hereby take the following action effective as of February 1, 1994:

RESOLVED, that pursuant to Section 242, Subd. b of Delaware Corporation Law, we ratify the change of name of the Corporation to Premier Salons International, Inc.; and

RESOLVED FURTHER, that pursuant to Section 133 of Delaware Corporation Law, we ratify the change of registered agent to: The Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware 19801.

GEMM HOLDINGS, Inc.

By: 
Donn Wilson

Its: Vice President & Secretary
Vice President & Secretary

Constituting all shareholders entitled to vote

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