

H96000096345

EMPIRE CORPORATE KIT

ELECTRONIC FILING COVER SHEET

((H96000016613 7))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: VIVI'S DESIGNS, INC.

AUDIT NUMBER.....H96000016613

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

** INVALID SELECTION...PLEASE RE-ENTER **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:15:21

RECEIVED

96 NOV 26 PM 1:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
NOV 26 1996
TALLAHASSEE, FLORIDA

506-53631
DAN
11/26/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 25, 1996

EMPIRE

SUBJECT: VIVI'S DESIGNS, INC.
REF: W96000024898

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The designation of the registered agent must be at a Florida street address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

FAX Aud. #: H96000016613
Letter Number: 496A00053436

H96000016613

ARTICLES OF INCORPORATION

OF

VIVI's Designs, Inc.

ARTICLE I

The name of this Corporation is VIVI's Designs, Inc..

ARTICLE II

The general nature of the business to be transacted by this Corporation is: 8873 -A Fountainbleu Boulevard, #206, Miami, Florida 33172

Any legal business authorized by the State of Florida.

ARTICLE III

This Corporation is authorized to issue 100 shares of no par value common stock, which shall be designated as "Common Shares." All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof for a fair value to be fixed by the Board of Directors.

ARTICLE IV

Except or otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the shareholders.

PREPARED BY:

Law Offices of Agustin Perez-Cervora
2701 LeJeune Road, Suite 401
Coral Gables, Florida 33134
(305) 443-0774
Fla. Bar #289108

H96000016613

H96000016613

ARTICLE V

This Corporation shall commence its existence upon the filing of these Articles of Incorporation with the Florida Department of State and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VII

The street address of the initial principal office of this Corporation is: 8873 -A Fountainbleau Boulevard, #206, Miami, Florida 33172, and the name of the initial registered agent of this Corporation is VIVIAN VIDAL.

ARTICLE VIII

This Corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time.

H96000016613

H96000016613

ARTICLE IX

The name and address of the incorporator signing these Articles of Incorporation is: VIVIAN VIDAL, 8873 Fountainbleu Boulevard, #206, Miami, Florida 33172.

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 20th day of November 1996.

Vidal
VIVIAN VIDAL

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared: VIVIAN VIDAL to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same.

H96000016613

NOV-25-1996 17:43

EMPIRE CORPORATE KIT

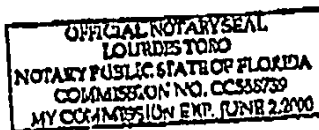
P.13/14

496000016613

WITNESS my hand and official seal in the County and State
last aforesaid this 22 day of November, 1996.

Loudestono
NOTARY PUBLIC

My commission expires:



496000016613

ACCEPTANCE BY REGISTERED AGENT

H96000016613

Having been named to accept service of process for the above named Corporation, at the place designated in these Articles, I hereby accept this appointment and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said offices.

Vivian
VIVIAN VIDAL, REGISTERED AGENT

FILED
96 NOV 26 PM 2:51
STATE
TALLAHASSEE FLORIDA

H96000016613