

LAW OFFICES

FRED G. PRICHASON, P.A.

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FRED G. PRICHASON

CERTIFIED MEDIATOR

FAMILY LAW

GENERAL JURISDICTION

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March 16, 2000

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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****122.50 *****78.75

Re: SUSI'S KIDS, INC.

Dear Sir/Madam:

Enclosed herein please find the following documents with reference to the above-captioned corporation:

1. Certificate Of Incorporation properly executed and notarized (original and two [2] copies).

2. Check in the amount of \$122.50 payable to the Secretary Of State representing the filing fee due herein.

3. Self-addressed stamped envelope for your convenience in providing the filed Articles of Incorporation.

4. Certificate Designating Place Of Business Or Domicile (original and [2] copies.

Thank you in advance, I remain

Sincerely yours,



FRED G. PRICHASON
FGP:mjb

Encs.

FILED
00 MAR 20 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C.C.
3-27-00

"THIS IS A SUB-CHAPTER S CORPORATION"

CERTIFICATE OF INCORPORATION

OF

SUSI'S KIDS, INC.

FILED
00 MAR 20 AM 10:52
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of the corporation shall be: **SUSI'S KIDS, INC.**

ARTICLE II

The corporation may engage in any activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock having a par value of ONE DOLLAR (\$1.00) per share. The initial shares of corporate stock shall be in the amount of ONE HUNDRED (100) shares of common stock having a par value of ONE DOLLAR (\$1.00) per share. Said shall be distributed and owned as follows:

Gary Laisney 50 Shares
Susan Laisney 50 Shares

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be: 9322 S.W. 182nd Street, Miami, Florida 33157.

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5). The names and addresses of the initial Board of Directors of the Corporation are as follows:

Gary Laisney, 9322 S.W. 182 Street Miami, Florida 33157

Susan Laisney, 9322 S.W. 182 Street, Miami, Florida 33157

ARTICLE VIII

The name and address of the person signing these Articles of Incorporation, as subscribed, is as follows:

Gary Laisney, 9322 S.W. 182nd Street, Miami, Florida 33157.

ARTICLE IX

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 stockholders and approved at a stockholders meeting by a majority vote, which manifest their intention that a certain Amendment to these Articles of Incorporation be made.

ARTICLE X

The names and addresses of the initial officers of this corporation are as follows:

Susan Laisney, 9322 S.W. 182 Street Miami, Florida 33157, President and

Treasurer.

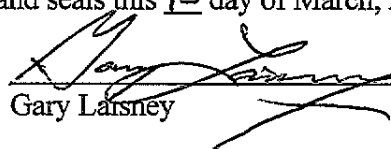
Gary Laisney 9322 S.W. 182 Street, Miami, Florida 33157, Vice President and

Secretary

ARTICLE XI

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned Gary Laisney, being natural persons, competent to contract, have hereunto set their hands and seals this 15TH day of March, 2000.

 (Seal)
Gary Laisney

STATE OF FLORIDA)
)ss:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared, Gary Laisney, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same freely and voluntarily for the purpose therein expressed.

Personally known X I.D. Presented: _____

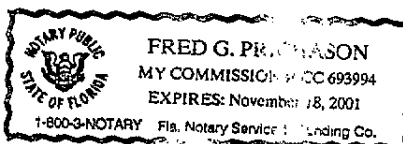
Witness my hand and official seal this 15TH day of March, 2000.



Notary Public State of Florida

My Commission No.

My Commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE

FOR THE SERVICE WITHIN THIS STATE,

NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That SUSI'S KIDS, INC. desiring to organize under the Laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, in the City of Miami, Dade County, State of Florida, has named FRED G. PRICHASON, P.A., located at 16931 Northeast Sixth Avenue, North Miami Beach, Florida 33162, as its agents to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

By: _____

FRED G. PRICHASON, P.A.
Registered Agent

FILED
00 MAR 20 AM 10:52
Shirley W. State
TALLAHASSEE, FLORIDA