

P00000034580

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

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(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. THE TWO KIDS, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in
 Pick up time 2:00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

RECEIVED FILED
 00 MAR 27 AM 11:11
 DEPARTMENT OF STATE SECRETARY OF STATE
 DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA
 TALLAHASSEE, FLORIDA

EFFECTIVE DATE
3-31-00

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

700003184967-5
 -03/27/00--01064--013
 *****78.75 *****78.75

T BROWN APR - 5 2000
 Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 29, 2000

LAZARUS

MIAMI, FL

SUBJECT: THE TWO KIDS, INC.
Ref. Number: W00000008290

We have received your document for THE TWO KIDS, INC.. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of 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 (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 800A00017122



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 4, 2000

LAZARUS

MIAMI, FL

SUBJECT: THE TWO KIDS, INC.
Ref. Number: W0000008290

We have received your document for THE TWO KIDS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of 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 (850) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 800A00018385

EFFECTIVE DATE
3-31-00

FILED
00 APR -4 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The Undersigned, acting as incorporator of a corporation, under the Florida General Corporation Act, adopts the following Articles of Incorporation of such Corporation.

ARTICLE I

The name of the Corporation is THE TWO KIDS, INC.

ARTICLE II

The date of commencement of corporation existence is the 31 day of MARCH 2000, and the period of its duration is perpetual.

ARTICLE III

The purpose of the Corporation is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The Corporation shall have the authority to issue 100 shares, all in one class \$1.00 value.

ARTICLE V

The Address of its Registered Office is 109 FIRST TERRACE SAN MARINO ISLAND MIAMI BEACH FL 33139. This is the Principal Office of the Corporation, and the name of its initial Registered Agent (s) (is) (are) RUY DEL PINO.

ARTICLE VI

The number of Director (s) constituting its initial Board of Directors (is) (are) TWO (which) (whose) name (s) (is) (are) PRESIDENT RUY M. DEL PINO VICE-PRESIDENT TERESITA DEL PINO.

ARTICLE VII

The name and address of the incorporator (s) (is) (are) RUY M DEL PINO SAN MARINO ISLAND MIAMI BEACH FL 33139. TERESITA DEL PINO 109 FIRST TERRACE SAN MARINO ISLAND MIAMI BEACH FL 33139

ARTICLE IX

Preemptive Rights shall be as follows: subject to the restrictions of the Florida General Corporation Act., the holders of the common stock of this corporation shall have preemptive rights to purchase at price, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of the corporation as may be issued for money or any property, or services from time to time, in addition to that stock authorized (and issued) by the Corporation.

The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the Holder to all shares of common stock currently authorized and issued.

DATED THIS 15 day of MARCH, 2000

X RUY M. DEL PINO
[Signature]
Signature

X TERESITA DEL PINO
[Signature]
Signature

X _____
Signature

X _____
Signature

X _____
Signature

X _____
Signature

STATE OF FLORIDA] S.S.
COUNTY OF DADE]

BEFORE ME, The Undersigned authority, personally appeared RUY M DEL PINO & TERESITA DEL PINO

Who (is) Whose (are) to me well (known) to be the Person (s) described in and (who) (whose) to the above Articles of Incorporation, and (he) (they) (she) did freely and voluntarily acknowledged before me according or according us to law that (he) (they) (she) made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF (I) (We) have hereunto set (my) (our) and (a) and (my) (our) official seal, at Miami Dade, County Florida this 15 day of MARCH 2000

X

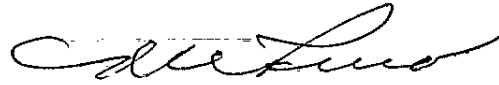
NOTARY PUBLIC

FILED
00 APR -4 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE: NAMING AGENT UPON PROCESS MAY BE SERVED: In pursuance of Chapter 48.091 Florida Statutes, the following if submitted in compliance with said Act.

First THE TWO KIDS, INC desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of MIAMI County of Dade, State of Florida, has named RUY M DEL PINO located at 109 First Terrace San Marco Island, Miami Beach, FL 33139 as its Agent to accept services of process within this State ACKNOWLEDGEMENT: Having been named to accept, services of process for the above State Corporation, at place designated in this Certificate: (I) (We) hereby accept, to act, in this capacity and agreed to comply with the provisions of said Act., relative to keeping open Said Office.

X



RESIDENT AGENT

RUY M DEL PINO