

P0000000 80130

TRANSMITTAL LETTER

FILED

00 AUG 18 PM 12: 01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

500003361685--0
-08/18/00--01025--014
*****87.50 *****87.50

SUBJECT: MARY'S JUST FOR KIDS, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Pierre Weber
Name (Printed or typed)

8022 Macinnes Drive
Address

Jacksonville, FL 32244
City, State & Zip

(904) 886-7071
Daytime Telephone number

Pierre Weber GAVE

add RA acceptance

PH 8/24/00

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

MARY'S JUST FOR KIDS, INC.

FILED
00 AUG 18 PM 12: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, have this day associated ourselves together for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation is MARY'S JUST FOR KIDS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be: 8022 Macinnes Drive, Jacksonville, Florida 32244.

ARTICLE III PURPOSE

The purpose for which this Corporation is being formed is to promote the sale of children's clothing, children's items, health products and free enterprise.

ARTICLE IV SHARES

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is One Thousand Shares of Non-Assessable Common Stock, having a par value of \$1.00.

Shares having a par value may be issued for such consideration expressed in dollars not less than the par value thereof, as shall be fixed from time to time by the shareholders of the corporation.

ARTICLE V DISTRIBUTION FROM CAPITAL SURPLUS

The Board of Directors of the Corporation may, from time to time, distribute on a pro-rata basis to its shareholders out of the capital surplus of the Corporation a portion of its assets, in cash or property.

ARTICLE VI DIVIDENDS FROM DEPLETION
RESERVES

The Board of Directors may, from time to time, declare and cause the corporation to pay cash dividends from the depletion reserves established by the corporation.

ARTICLE VII REDUCTION OF DEFICITS

The Corporation may apply any and all of its capital surplus to the reduction or elimination of any deficit arising from losses, however, incurred, but only after first eliminating the earned surplus, if any, of the Corporation by applying such losses against earned surplus, if any, and only upon the affirmative vote of the holders of a majority of the issued and outstanding voting stock of the corporation at a meeting duly and properly noticed and held.

ARTICLE VIII PERPETUITIES

The Corporation's existence shall be perpetual.

ARTICLE IX INITIAL REGISTERED AGENT

The name and the address of the initial registered agent of the Corporation is Pierre Weber, 8022 Macinnes Drive, Jacksonville, Florida 32244.

ARTICLE X FISCAL YEAR END

The Corporation shall initially have a fiscal year end of December 31.

ARTICLE X INCORPORATORS

The names and street addresses of the Incorporators to these Articles of Incorporation are:

Mary Weber
8022 Macinnes Drive
Jacksonville, FL 32244

Pierre Weber
8022 Macinnes Drive
Jacksonville, FL 32244

The undersigned incorporators have executed these
Articles of Incorporation this 10th day of August,
2000.

FILED
00 AUG 18 PM 12: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mary E. Weber
MARY WEBER, President/Treasurer

I hereby accept the duties and responsibilities as registered agent.

Pierre F. Weber
PIERRE WEBER, Secretary
Incorporator/Registered Agent