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To: Division of Corporations
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From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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FLORIDA PROFIT CORPORATION OR P.A.

MOMMY & ME TOO MATERNITY, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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This Instrument Prepared By:
Patricia O. Espinosa, Esq.
7399 N.W. 7th Street
Miami, Florida 33126
Tel. (305) 262-3911
Fla. Bar No. 894265

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ARTICLES OF INCORPORATION
OF
MOMMY & ME TOO MATERNITY, INC.

The undersigned subscribers, for the purposes of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is: MOMMY & ME TOO MATERNITY, INC.

ARTICLE II

This corporation is organized for the purposes of engaging in transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, as amended.

This corporation shall have full power and lawful authority to issue, execute, assign and endorse notes, mortgages, bonds and all other negotiable papers; to hold, buy and sell stock of other corporation; to secure any indebtedness due to it in the same manner common to natural persons. It shall have the full power to loan money and to secure the payment thereof by accepting mortgages, personal endorsements in assignments or personal property or other security. It may enter into contracts for subcontracting; it shall have the power to do all types of work related to the construction industry.

The business of the corporation is from time to time to do any one or more of all of the acts and things set out above, and it shall have the right to conduct its business in all its

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branches, in or outside the State of Florida, or in any other state, territory or dependency of the United States, or in foreign countries. The corporation is authorized to enter into contracts for the retail business, for the lease of store space, for the purchase of apparel.

ARTICLE III

CAPITAL STOCK

The maximum shares of stock that this corporation is authorized to have outstanding at any time is ONE THOUSAND (1000) shares of common stock having a par value of One (\$1.00) Dollar per share.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than ONE THOUSAND (\$1,000.00) Dollars.

ARTICLE V

TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VI

INITIAL REGISTERED AGENT & OFFICE

The Registered Agent of this corporation is Patricia O. Espinosa, Esq., and the initial registered office is 7599 N.W. 7th Street, Miami, Florida 33126. The office of the Registered Agent is located at 7599 N.W. 7th Street, Miami, Florida 33126. The Management may from time to time move the principal office to any other address in Florida.

ARTICLE VII

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BOARD OF DIRECTORS

This corporation shall have a minimum of one director. This corporation shall have initially ONE (1) Director. The number of director may be increased or reduced from time to time, by the bylaws adopted by the stockholder. The names and addresses of the initial Board of Directors, consisting of ONE (1) member is:

PATRICIA O. ESPINOSA	DIRECTOR
6864 S.W. 68 TH STREET	
MIAMI, FLORIDA 33143	

ARTICLE VIII

OFFICERS

The names and post office addresses of the initial officer who shall office until his successors are elected or appointed or have qualified are:

PATRICIA O. ESPINOSA	PRESIDENT/VICE-PRESIDENT
6864 S.W. 68 TH STREET	SECRETARY/TREASURER
MIAMI, FLORIDA 33143	

ARTICLE IX

SUBSCRIBERS

The name and address of the subscriber and incorporator and the number of shares which he agrees to take is:

PATRICIA O. ESPINOSA	1000 SHARES (100%)
6864 S.W. 68 TH STREET	
MIAMI, FLORIDA 33143	

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 20th day of September, 2000.


PATRICIA O. ESPINOSA

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That MOMMY & ME TOO MATERNITY, INC. desiring to organize or qualify under the laws of the State of Florida with its principal place of business being 7599 N.W. 7th Street, Miami, Florida 33126, has named PATRICIA O. ESPINOSA, ESQ. OF 7599 N.W. 7th Street, Miami, Florida 33126, as its agent to accept service of process within Florida.

Patricia O. Espinosa
PATRICIA O. ESPINOSA
INCORPORATOR

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Patricia O. Espinosa
PATRICIA O. ESPINOSA
Registered Agent

Dated: 9/20/00

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