

*Handwritten:* 110553

OFFICE USE ONLY (Document #)

**LAZARUS CORPORATE FILING SERVICE**

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

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-11/30/00--01057--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

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

1. EURO-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  
 00 NOV 30 AM 10:36  
 DEPT. OF STATE  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

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

*Handwritten:* 11/30

Examiner's Initials

CERTIFICATE OF INCORPORATION

OF

EURO-KIDS, INC.

FILED  
00 NOV 30 PM 12:21  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscribers to these articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is EURO-KIDS, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

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

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a nominal or par value of One (\$1.00) Dollar per share. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$100.

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

ADDRESS

The initial office address of the principal office of this corporation in the State of Florida is 1375 NW 97<sup>th</sup> Avenue, Bay #4, Miami, Florida 33172. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VII

DIRECTORS

This corporation shall have not less than one director, however, the number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors is:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President/Secretary	MERCEDES BAL	1375 NW 97 <sup>th</sup> Ave, Bay #4, Miami, Florida 33172

ARTICLE IX

SUBSCRIBER

The names and post office addresses of the subscribers of these articles of incorporation, the number of shares of stock that they agree to take and the value of the consideration therefore is:

<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Consideration</u>
JOAQUIN GIL	1375 NW 97 Ave, Bay #4	100	\$100.00
DEL REAL	Miami, FL. 33172		

ARTICLE X

AMENDMENT

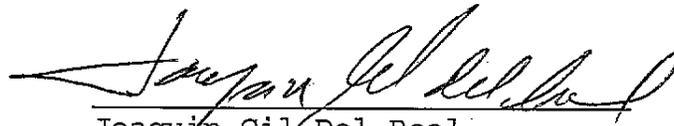
These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by two thirds of the stock entitled to vote thereon, unless all the directors and all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

ARTICLE XI

REGISTERED OFFICE AND REGISTERED AGENT

That EURO-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, hereby designates Joaquin Gil Del Real as its Registered Agent, to accept services within the State. The registered office of the corporation shall be 1375 NW 97<sup>th</sup> Avenue, Bay #4, Miami, Florida 33172

WITNESS the hand and seal of the incorporators in Dade County, State of Florida, this 29<sup>th</sup> day of November, 2000.

  
Joaquin Gil Del Real

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is EURO-KIDS, INC.
2. The name and address of the registered agent and office is:

JOAQUIN GIL DEL REAL  
1375 NW 97<sup>th</sup> Avenue, Bay #4  
Miami, Florida 33172

  
\_\_\_\_\_  
Joaquin Gil Del Real

Date: 11/29/00

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
Joaquin Gil Del Real

Date: 11/29/00

F:\wp51\corp\incorp\EURO-KIDS, INC.

**FILED**  
00 NOV 30 PM 12: 21  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA