

PO1000029259

PRICE ADVANTAGE, INC

933 S. ST. RD. 7, Plantation, FL 33317
PH. (305)588-9162

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 10, 2001
Secretary of State
Corporation Division
State of Florida
Tallahassee, Florida 32304

Re: Articles of Incorporation of TOUT-PETIT, INC.

Gentlement:

This is to advise you to sent all information for the incorporation of TOUT-PETIT, INC.
the following address;

Price Advantage, Inc.
933 S. ST. RD. 7
Plantation, FL, 33317

400003891584--5
-03/22/01--01003--012
*****87.50 *****87.50

Enclosed please find copy of the Articles of incorporation of TOUT-PETIT, INC.
and a check in the amount of \$87.50 for the processing of this corporation.
The check represents payment of the following fees:

Registered agent	35.00
Certified copy	52.50
Total	<u>\$ 87.50</u>

Thank you,

Price Advantage, Inc.

Nadin Ruiz

ARTICLES OF INCORPORATION
OF

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TOUT-PETIT, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

TOUT-PETIT, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

13771 SW 24TH. ST.
DAVIE, FL., 33325

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares at \$1.00 par value.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

ANA MELLO
13771 SW 24TH. ST.
DAVIE, FL., 33325

ARTICLE V INCORPORATORS

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

ANA MELLO
13771 SW 24TH. ST.
DAVIE, FL., 33325

CARLOS LACERDA
13771 SW 24TH. ST.
DAVIE, FL., 33325

ARTICLE VI DIRECTORS

ANA MELLO

President

CARLOS LACERDA

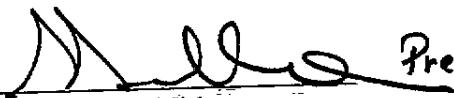
Vice-president

ARTICLE VII NATURE OF BUSINESS

The general nature of the business and the objects and purposed to be transacted and carried on are to do any and all the things mentioned, as fully and to the same extent as natural persons might or could do, viz:

- a. to engage in any legal business.
- b. In the purchase or acquisition of business rights of franchises, or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debt, and to raise, borrow, and secure the payment of money in any lawful manner, including issue and sale of other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidence of all kinds, whether secured by mortgage, pledge, deed or trust otherwise.
- c. Generally to perform and make contracts of any kind and description and for the purpose of attaining any of the objects of the corporation, to do and perform any other acts or things and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now are, or hereafter may be authorized by law and generally to do and perform any and all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied.

The undersigned has executed these Articles of Incorporation this MARCH 17, 2001

 President

Signature/Title

 Vice-President

Signature/Title

Signature/Title


Signature/Title

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

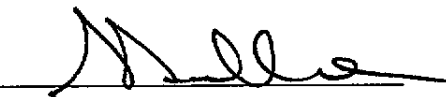
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: TOUT-PETIT, INC.
2. The name and registered agent and office is;

ANA MELLO
13771 SW 24TH. ST.
DAVIE, FL., 33325

Signature 
Title PRESIDENT
Date 03/18/2001

HAVING 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 AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature 
Date 03/18/2001

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