

LETTER OF TRANSMITTAL

P01000042376

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

Re: Lil Peeps Fashions, Inc.

100004078301--0
-04/25/01--01091--019
*****78.75 *****78.75

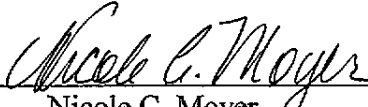
Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$78.75

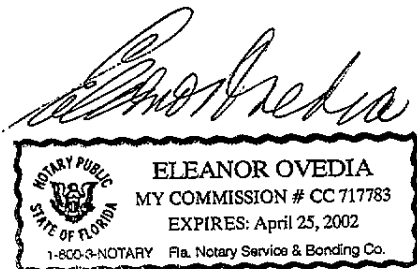
This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.

THIS IS A TRUE
COPY OF AN
ORIGINAL DOCUMENT


Nicole C. Moyer

FILED
2001 APR 25 PM 3:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Lil Peeps Fashions, Inc.
15476 N.W. 77th Court #353
Miami Lakes, FL 33016
(305)362-3419

2/26/01

ARTICLES OF INCORPORATION

Lil Peeps Fashions, Inc.
(name of corporation)

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The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

STATE
TALLAHASSEE FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Lil Peeps Fashions, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	<u>7009 Crown Gate Place</u>		
CITY	<u>Miami Lakes</u>	FLORIDA	<u>FL.</u>
		ZIP	<u>33014</u>

Mailing address, if different

STREET ADDRESS	<u>15476 N.W. 77th Court</u>		
	<u># 353</u>		
CITY	<u>Miami Lakes</u>	FLORIDA	<u>FL.</u>
		ZIP	<u>33016</u>

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	<u>Ellye Ovedia</u>		
ADDRESS	<u>15476 N.W. 77 Ct. #353</u>		
CITY	<u>Miami Lakes</u>	FLORIDA	<u>FL.</u>
		ZIP	<u>33016</u>

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have _____ (one) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Nicole C. Moyer</u>		
ADDRESS	<u>7009 Crown Gate Place</u>		
CITY	<u>Miami Lakes</u>	STATE	<u>FL.</u>
		ZIP	<u>33014</u>
NAME			
ADDRESS			
CITY		STATE	
		ZIP	
NAME			
ADDRESS			
CITY		STATE	
		ZIP	

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>Nicole C. Moyer</u>		
ADDRESS	<u>7009 Crown Gate Place</u>		
CITY	<u>Miami Lakes</u>	STATE	<u>FL.</u>
		ZIP	<u>33014</u>
NAME			
ADDRESS			
CITY		STATE	
		ZIP	
NAME			
ADDRESS			
CITY		STATE	
		ZIP	

The undersigned incorporator(s) have executed these Articles of Incorporation this 18th
day of April, 2001.

Nicole C. Moyer (Signature)

____ (Signature)

____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

FILED

2001 APR 25 PM 3:37

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Lil Peeps Fashions, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 15476 N.W. 77th Court #353
Miami Lakes, Fl. 33016

has named Ellye Ovedia

located at the aforesaid address, as its registered agent to accept service of process within this state.

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.

Ellye Ovedia
(Signature)

04/17/01
(Date)