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

1. ESPRIT OF DESIGN, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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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	
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<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Examiner's Initials

**ARTICLES OF INCORPORATION**

**OF**

**ESPRIT OF DESIGN, INC.**

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liabilities, rights and privileges and immunities of corporations for profit, certifies that:

**ARTICLE I - NAME**

The name of this corporation is: **ESPRIT OF DESIGN, INC.**

**ARTICLE II - EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of this State.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue one hundred (100) shares of common stock, each having a par value of no par, which shall be designated as common shares.

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**ARTICLE V - ADDRESS**

The street address and mailing address of the registered office of this Corporation is:

2000 South Dixie Highway, Suite 100-M  
Miami, Florida 33133

and the name of the initial registered agent of this corporation at that address is:

Michel Huysman  
Attorney at Law

who hereby is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

**ARTICLE VI - DIRECTORS**

This corporation shall have one director initially. The number of directors may either increase or diminish from time to time in accordance with the by-laws but shall never be fewer than one (1). The name and address of the initial director of this corporation is:

KLAUS ANDREAS LABUTTIS  
1348 WASHINGTON AVENUE, #288  
MIAMI BEACH, FL 33139

**ARTICLE VII - SUBSCRIBERS**

The name and address of the Incorporator signing these Articles of Incorporation is: Michel Huysman, Esq., 2000 S. Dixie Hwy., Suite 100-M, Miami, Florida 33133.

**ARTICLE VIII - ALIENATION OF SHARES**

No shareholder of the Corporation may sell or transfer his shares to another without first offering them to the other shareholders of the Corporation, and he must offer them at the same price.

**ARTICLE IX - BY-LAWS**

The power to adopt, alter, amend or repeal by-laws of this Corporation shall be vested in the Board of Directors and Shareholders.

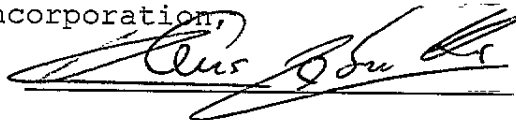
**ARTICLE X - DIRECTORS' COMPENSATION**

The Shareholders of this Corporation shall have the exclusive authority to fix the compensation of the Directors of the Corporation.

**ARTICLE XI - AMENDMENT OF ARTICLES**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation,

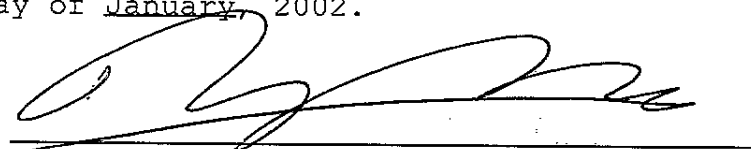
A handwritten signature in dark ink, appearing to read "Chris John Lee", is written over a horizontal line.

INCORPORATOR

STATE OF FLORIDA       )  
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared KLAUS ANDREAS LABUTTIS, to me well known and known to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS, my hand and official seal in the County and State named above, this 15th day of January, 2002.



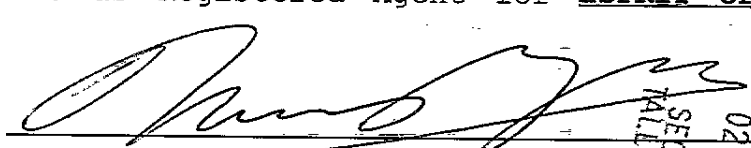
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My Commission Expires:



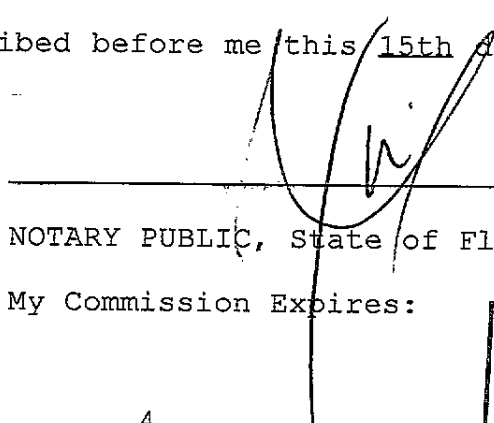
Michel Huysman  
MY COMMISSION # DD010119 EXPIRES  
May 2, 2005  
BONDED THRU TROY FAIR INSURANCE, INC.

THE UNDERSIGNED hereby notifies that he has accepted the position and agrees to act as Registered Agent for ESPRIT OF DESIGN, INC.



MICHEL HUYSMAN, ESQ.

SWORN TO and subscribed before me this 15th day of January, 2002.



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My Commission Expires:

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