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CARMEN O. OSTOLAZA
113 Broadarrow Place
Sanford, Florida 32773
(407) 321-6658

02 JAN 22 PM 2:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 18, 2002.

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

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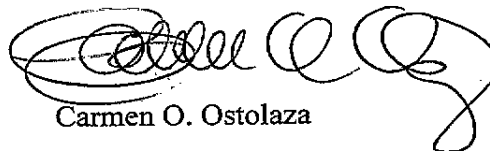
*****78.75 *****78.75

RE: Articles if Incorporations with Money Order in the amount \$78.75

Dear Sir/Madam:

Enclosed find the **original and one copy** of the **Articles of Incorporation** of **GAVICA Corporation** with **money order** in the amount of \$78.75 for the filing and certificate copy fee.
Any questions please don't hesitate to contact me at the above address.

Very truly yours,



Carmen O. Ostolaza

ARTICLES OF INCORPORATION

GAVICA CORPORATION

02 JAN 22 PM 2: 01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be: **GAVICA CORPORATION**

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

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

**113 Broadarrow Place
Sanford, Florida 32773**

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) To engage in the manufacturing and sales of handbags, backpacks and toys.
- (3) Said corporation shall further have powers:
 - * To have perpetual succession by its corporate name;
 - * To sue and to be sued, complain, and defend in its corporate name in all actions or proceedings;
 - * To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, or to be impressed, affixed, or in any other manner reproduced;
 - * To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated;
 - * To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;
 - * To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote,

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use, employ, sell, mortgage, lend, or otherwise use and deal in and with shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

* To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

*To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

*To have and exercise all powers necessary or convenient to effect its purpose;

* To indemnify any person who by reason of the fact that he is or was a director, officer, employee, or agent of the corporation to the full extent as permitted by Florida Statute 607.014;

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 500 shares, having an individual par value of (\$5.00) five dollars.

Unless otherwise stated in these articles, or in an amendment of these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial **Registered Agent** of this Corporation shall be:

Carmen O. Ostolaza
113 Broadarrow Place
Sanford, Florida 32773
(407) 321-6658

ARTICLE VII

The name and address of the incorporator of these **Articles of Incorporation** is:

Carmen O. Ostolaza
113 Broadarrow Place
Sanford, Florida 32773
(407) 321-6658

ARTICLE VIII

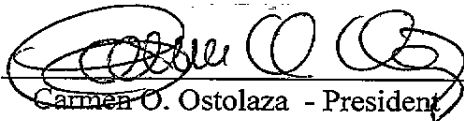
The business and affairs of the corporation shall be managed by a Board of one or more Directors. The number and composition of which Board shall from time to time be established by the Board of stockholders.

These Articles of Incorporation may be amended in the manner provided by the laws of

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the State of Florida. Every amendment shall be approved by the Board of Directors, and stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that the Articles of Incorporation be amended.

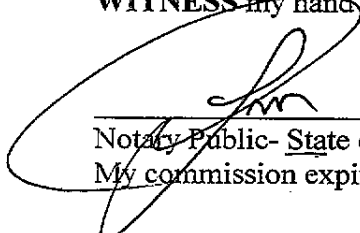
IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals, acknowledge and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 18th day of **January, 2002**.

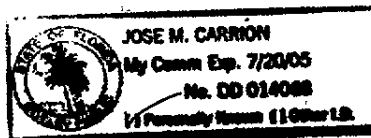

Carmen O. Ostolaza - President

**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME, the undersigned authority, this day appeared **Carmen O. Ostolaza** and acknowledge that he executed the foregoing **Articles of Incorporation**.

WITNESS my hand and official seal this 18th day of **January 2002**.


Notary Public- State of Florida
My commission expires:



CERTIFICATE OF DESIGNATION REGISTERED AGENT AND 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 Sate of Florida.

First that **GAVICA CORPORATION** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation has named Carmen O. Ostolaza located at 113 Broadarrow Place, City of Sanford, County of Seminole, State of Florida, as its agent to accept service of process within the 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.

Signature _____



Carmen O. Ostolaza - Registered agent

FILED
02 JAN 22 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA