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TRANSMITTAL LETTER

FILED

02 APR 22 AM 11:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: Popsicle Playwear Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Shari Schwartz
Name (Printed or typed)

1125 Lyontree Street
Address

Hollywood, Florida 33019
City, State & Zip

(954) 927-7808
Daytime Telephone number

500005313235-8
04/22/02-01053-020
****78.75 ****78.75

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
POPSICLE PLAYWEAR, INC.**

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ARTICLE I

The name of the corporation is POPSICLE PLAYWEAR, INC. (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 1125 Lyontree Street, Hollywood, Florida 33019.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Capital Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1125 Lyontree Street, City of Hollywood, County of Broward, State of Florida 33019 and the name of its initial registered agent at such office is Shari Schwartz.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors

is one (1), and the name and address of the member of the initial Board of Directors, who is to serve as the Corporation's director until successors are duly elected and qualified is:

Shari Schwartz
1125 Lyontree Street
Hollywood, Florida 33019

ARTICLE VII

The name of the Incorporator is Shari Schwartz and the address of the Incorporator is 1125 Lyontree Street, Hollywood, Florida 33019.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this ____ day of April, 2002.

Shari Schwartz
Shari Schwartz, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of POPSICLE PLAYWEAR, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

Shari Schwartz
Shari Schwartz, Registered Agent

Dated: April 18, 2002

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