

PO3000035099

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies 1 Certificates of Status 1

Special Instructions to Filing Officer:

Office Use Only



700013979867

03/25/03--01046--003 **78.75

RECEIVED
03 MAR 25 AM 11:12
STATE OF FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
03 MAR 27 AM 9:54
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

WD3-9634

3-28-03

OFFICE USE ONLY(DOCUMENT #)

LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

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

1. TWO BY TWO CHILDREN'S BOUTIQUE, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

Walk in Pick up time 2.00

Certified Copy

Mail out Will wait

Photocopy

Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

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

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 26, 2003

LAZARUS

SUBJECT: TWO BY TWO CHILDREN'S BOUTIQUE, INC.
Ref. Number: W03000008634

We have received your document for TWO BY TWO CHILDREN'S BOUTIQUE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6930.

Donna Graves
Document Specialist
New Filings Section

Letter Number: 103A00018418

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

03 MAR 27 AM 11:18

RECEIVED

ARTICLES OF INCORPORATION
OF
TWO BY TWO CHILDREN'S BOUTIQUE, INC.

FILED
03 MAR 27 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural personal competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The names of the corporation shall be TWO BY TWO CHILDREN'S BOUTIQUE, INC.

ARTICLE II - PRINCIPAL OFFICE

The street address of the initial registered offices of the corporation shall be 2802 S.W. 118th Court, Miami, Florida 33175.

ARTICLE III - NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation. The nature for this corporation shall be a children's clothing and accessories store.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares or common stocks having a par value of \$1.00 per share.

ARTICLE V - SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI – TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII – LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advise concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right or indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII – SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors and Officers shall consist of:

- | | | |
|----|--|--------------------------|
| 1. | EDGA BRANA
2802 S.W. 118 Court
Miami, Florida 33175 | President/Treasurer |
| 2. | ALEXANDER BRANA
2802 S.W. 118 Court
Miami, Florida 33175 | Vice President/Secretary |

ARTICLE IX - INCORPORATOR

The name and address of the incorporator is:

EDGA BRANA
2802 S.W. 118 Court
Miami, Florida 33175

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this
20 day of MARCH, 2003.

Incorporator


EDGA BRANA

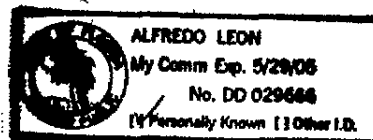
STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was executed and acknowledged before me this 20 day of
MARCH, 2003, by Edga Brana, who is personally
known to me, or presented _____, as identification.


Notary Public

My Commission Expires:



FILED
03 MAR 27 AM 9: 54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

This following is submitted in compliance with the laws of the State of Florida. TWO BY TWO CHILDREN'S BOUTIQUE, INC. a corporation organizing under the laws of the State of Florida, with its principal office located at 2802 S.W. 118th Court, Miami, Florida 33175, has named EDGA BRANA whose address is 2802 S.W. 118th Court, Miami, Florida 33175, as its Agent to accept services of process within this State.

ACCEPTANCE

I agree as Registered Agent to accept services of process; to keep the office during prescribed hours, to post my name (and any other officers of said corporation authorized to accept services of process at the above designated address) in some conspicuous place in the office as required by law.


Registered Agent:


EDGA BRANA

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, this day personally appeared Edga Brana, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that the has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 20 day of March, 2003.


NOTARY PUBLIC

MY COMMISSION EXPIRES:

