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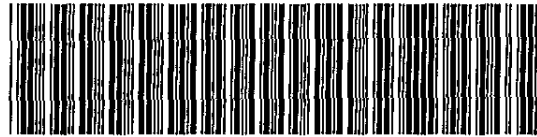
(Business Entity Name)

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05 APR -8 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB 4-14

A. JEFFREY BARASH, P.A.

ATTORNEY AT LAW
1140 KANE CONCOURSE - FOURTH FLOOR
BAY HARBOR ISLANDS, FLORIDA 33154-2055

A. JEFFREY BARASH, Esq.

A MEMBER OF THE BARS OF:
FLORIDA, NEW YORK & CALIFORNIA
FLORIDA BOARD CERTIFIED TAX ATTORNEY

TEL: (305) 868-7800
FAX: (305) 866-4276

April 6, 2005

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

RE: Florida Domestication of Hygienics Industries, Inc., a Pennsylvania corporation

Enclosed is the following:

1. Check for one hundred twenty-eight dollars and seventy-five cents (\$128.75) to domesticate and incorporate the above-mentioned corporation.
2. Articles of Incorporation pursuant to Florida Statute 607.1801
3. Certificate of Domestication

Kindly domesticate the above foreign corporation and send us confirmation of same with a certified copy of the new Articles of Incorporation.

Thanking you for your assistance.

Very truly yours,

A. Jeffrey Barash, Esq.
For the Firm

cc: Mike Brier

APPROVED
AND
FILED

05 APR -8 PM 4:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DOMESTICATION

The undersigned, Michael Brier, President,
(Name) (Title)

of Hygienics Industries, Inc. a foreign corporation,
(Corporation Name)

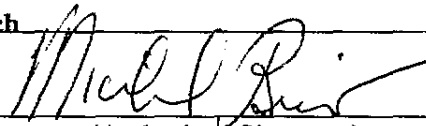
in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was January 18, 1984.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Commonwealth of Pennsylvania.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Hygienics Industries, Inc..
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Hygienics Industries, Inc. to replace the active foreign corporation, Hygienics Industries, Inc. #E03000000572.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Commonwealth of Pennsylvania.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of Hygienics Industries, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done

so this the ____ day of March, 2005.

✓ 
(Authorized Signature) **Michael Brier**

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

APPROVED
AND
FILED

05 APR -8 PM 4:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HYGIENICS INDUSTRIES, INC.

The undersigned incorporator hereby forms a corporation under the Florida Business Corporation Act - Chapter 607 of the laws of the State of Florida.

ARTICLE I
NAME AND ADDRESS

The name of the corporation (hereinafter called the "Corporation") is: HYGIENICS INDUSTRIES, INC. The initial address of the principal office of the Corporation is 3968 194TH Trail, Sunny Isles Beach, FL 33160 and the mailing address shall be the same.

ARTICLE II
BUSINESS PURPOSE

This Corporation is organized for the purpose of developing, manufacturing, distributing, and marketing health care products and apparel, and engage in any or all lawful business and activities permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III
AUTHORIZED SHARES

The maximum number of shares of capital stock that the corporation is authorized to issue is one thousand (1,000) shares, no par value for each share. All such shares shall have the same rights, preferences, and powers.

ARTICLE IV
TERM OF EXISTENCE

The Corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is: 3968 194TH Trail, Sunny Isles Beach, FL 33160 and the name of the initial registered agent of the Corporation at that address is Michael Brier.

ARTICLE VI
INITIAL DIRECTORS

The Corporation shall have two (2) directors initially. The number of directors of the Corporation may either increase or decrease from time to time as provided from time to time by the By-

Laws, but shall never be less than one (1) director. The name and street address of each member of the initial Board of Directors who shall hold office for the first year of existence of the Corporation or until his or her successor is elected or appointed and qualified, is:

<u>Name</u>	<u>Address</u>
MICHAEL BRIER	3968 194 TH Trail, Sunny Isles Beach, FL 33160
MARIE FORTUNAS-BRIER	3968 194 TH Trail, Sunny Isles Beach, FL 33160

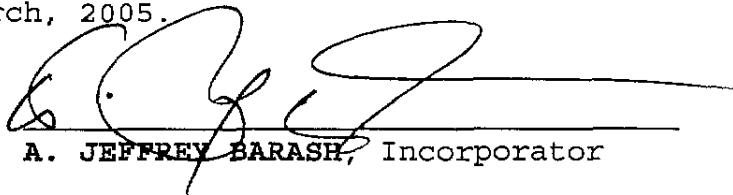
ARTICLE VII
PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights.

ARTICLE VIII
INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is: A. Jeffrey Barash, 1140 Kane Concourse, Fourth Floor, Bay Harbor Islands, Florida 33154. The powers of the incorporator are to terminate upon the filing of the Articles of Incorporation.

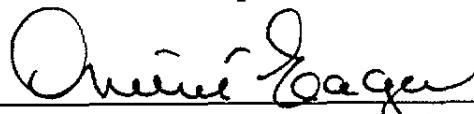
IN WITNESS WHEREOF, these Articles of Incorporation have been
executed this 18th day of March, 2005.


A. JEFFREY BARASH, Incorporator

STATE OF FLORIDA)
 ss.:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that A. JEFFREY BARASH , to me personally
known, acknowledged before me under oath, that he executed the
foregoing Articles of Incorporation; and I FURTHER CERTIFY that the
said person making said acknowledgement to be the individual
described in and who executed the foregoing instrument.

Witness my hand and seal in said County and State aforesaid,
this 18th day of March, 2005.


NOTARY PUBLIC, State of Florida at
large

MY COMMISSION EXPIRES:



APPROVED
AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

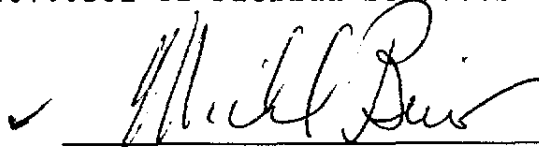
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE with Section 48.091, Florida Statutes, the
following is submitted:

That Hygienics Industries, Inc., desiring to organize or
qualify under the laws of the State of Florida, with its principal
place of business at Sunny Isles, Florida, has named MICHAEL BRIER,
at 3968 194th Trail, Sunny Isles Beach, Florida 33160 as its Agent
to accept service of process within the State of Florida, this 18th
day of March, 2005.


A. JEFFREY BARASH, Incorporator

Having been named to accept service of process for the above
stated Corporation, at the place designated in this Certificate, I
HEREBY AGREE to act in this capacity, and I FURTHER AGREE to comply
with the provisions of all statutes relative to the proper and
complete performance of my duties and I am familiar with and accept
the obligations of Section 607.0501 of Florida Statutes.

✓ 
MICHAEL BRIER