CORPORATION INFORMATION SERVICES, INC. 1201 HAYS STREET TACKAHASSER FL 12301 904-222-9171 904-222-0193 FAX

000010172

MAIL TO: P.O. Box 5828 TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE: 537743 108081

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE: February 7, 1995

ORDER TIME : 10:29 AM

ORDER NO. : 537743

CUSTOMER NO: 10808A

CUSTOMER: Elsa Alvarez, Esq

RUSSO & BAKER, PA

Suite 301

4675 Ponce De Leon Boulevard

Coral Gables, FL 33146

DOMESTIC FILING

POLLKID, CORP.

5000010172

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY ____ PLAIN STAMPED COPY _ CERTIFICATE OF GOOD STANDING

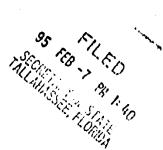
CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

<u>OF</u>

POLLKID, CORP.



The undersigned, acting as incorporator of a corporation under the laws of Florida, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

The name of this Corporation is POLLKID, CORP...

ARTICLE II

This corporation is organized for the following purposes:

To carry on any and all lawful business.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares at no par value.

ARTICLE IV

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

ARTICLE V

The amount of capital with which the corporation will begin business will be no less than \$500.

ARTICLE VI

The corporation is to have perpetual existence.

ARTICLE VII

The principal office of the corporation will be 4675 Ponce de Leon Boulevard, Suite 301, Coral Gables, Florida 33146.

ARTICLE VIII

The initial street address of the initial registered office of the corporation will be 4675 Ponce de Leon Boulevard, Suite 301, Coral Gables, Florida 33146 and the name of the initial registered agent of this corporation at that address is ELSA ALVAREZ.

ARTICLE IX

The number of directors of the corporation will not be less than one.

ARTICLE X

The name and street address of the person signing these Articles of Incorporation is as follows:

ELSA ALVAREZ

4675 Ponce de Leon Boulevard Suite 301 Miami, Florida 33146

ARTICLE XI

The initial bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the bylaws or to adopt new bylaws shall be vested in the Board of Directors. The bylaws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with Florida General Corporation Act or these Articles of Incorporation.

Any contract or other transaction between the corporation and any one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the corporation and any corporation or association of which own or more of its directors are shareholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the corporation that acts upon, or in reference to, the contract or transaction, and notwithstanding his or her participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall nevertheless, authorize and ratify the contract or transaction, the interested director or directors to be counted in determining whether a quorum is present and to be entitled to vote on such authorization or ratification.

I, the undersigned, being the original subscriber to these Articles of Incorporation, do hereby make, subscribe, acknowledge

and file these Articles and certify that the facts stated herein are true and have hereunto set my hand and seal, this 64 day of file colory, 1995.

BEFORE ME, on this day, personally appeared ELSA ALVAREZ, the party to the foregoing Articles of Incorporation, who is personally known to me, and did take an Oath, and known to me to be the party to the foregoing Articles of Incorporation, and acknowledged the said Articles to be her free act and deed, and that the facts stated therein are truly set forth.

witness my hand and official seal at Coral Gables, said County and State last aforesaid, this _vibaday of _kiling _vibaday of



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **POLLKID**, **CORP**., at 4675 Ponce de Leon Boulevard, Suite 301, Coral Gables, Florida 33146, 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 all my duties.

ELSA ALVAREZ, Registered Agent

P95000,010172

RIVIERA PROFESSIONAL BUILDING, SUITE 301
4675 PONCE DE LEON BOULEVARD
CINAL GAIRLS, PLONINA 33146-2101

TELEPHONE (305) 665-0414 FAX (305) 665-4011

LAURA L. RUSSO EDMUND P. RUGSO RONALD G. BAKER ELSA ALVAREZ ROBERT P. BALZEBRE

June 19, 1995

Corporate Records Bureau Division of Corporations Department of State P. O. Box 6327 Tallahassee, Florida 32314

Re: Name of Corporation: Pollkid, Corp. Our File No.: 95E-191

Gentlemen:

Enclosed please find the Articles of Amendment of the Articles of Incorporation of which we shall appreciate your filing. Also enclosed please find our check for \$87.50 to cover the filing fee of \$35.00 and a certified copy of \$52.50.

After the Articles of Amendment have been filed, we shall appreciate your certifying the enclosed copy and returning it to this office to the attention of the undersigned.

Very truly yours, RUSSO, BAKER & ALVAREZ, P.A.

Elsa Alvarez

EA/mr Encls. 000001519670 -06/21/95--01083--004 *****87.50 *****87.50

Corgo and - FT RAV

FILED
95 JUN 21 AM 10: 09
SECRETARY OF STATE
AND SECRETARY OF STATE

ARTICLES OF AMENDMENT

OF

ARTICLES OF INCORPORATION

OF

FILED 95 JUN 21 AM 10: 09 SECRETARY OF STATE TALLAHASSEE. FLORIDA

POLLKID, CORP.

Document No. P95000010172

ARTICLE VII of the Articles of Incorporation is hereby amended as follows:

ARTICLE VII

The principal office of the corporation will be 1181 S. E. 9th Terrace, Hialeah, FL 33010.

ARTICLE VIII of the Articles of Incorporation is hereby amended as follows:

ARTICLE VIII

The street address of the registered office of the corporation will be 1181 S. E. 9th Terrace, Hialeah, FL 33010. The name of the registered agent of this corporation at that address is AURORA POLL.

ARTICLE IX of the Articles of Incorporation is hereby amended as follows:

ARTICLE IX

The number of directors of the corporation will not be less than two.

ARTICLE X of the Articles of Incorporation is hereby amended as follows:

G. C. Carlotte Land

ARTICLE X

The names and addresses of the officers and directors of the corporation are as follows:

- (1) JUAN R. POLL, Director and President 2222 Brickell Avenue #1 Miami, FL 33189
- (2) VILMA PINA, Director and Vice President 2201 South Miami Avenue Miami, FL 33129
- (3) RAUL CABRERA, Treasurer 10250 N. W. 129th Street Hialeah Gardens, FL 33016
- (4) AURORA POLL, Secretary 9730 S. W. 215th Lane Miami, FL 33189

IN WITNESS WHEREOF, the undersigned President and Directors of this corporation have executed these Article: of Amendment this day of ________, 1995.

POLLKID, CORP.

By: JAN R. POLL,

/resident and Director

POLLKID, CORP.

By: <u>VILMA PINA</u>,

Vice President and Director

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **POLLKID**, **CORP**. at 1181 S. E. 9th Terrace, Hialeah, FL 33010, 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 all my duties.

AURORA POLL, Registered Agen