

K. Dean Kantaras, Esquire

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March 14, 1995
P95000022924

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32309

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-03/21/95--01099--005
****122.50 ****122.50

Re: New Corporation

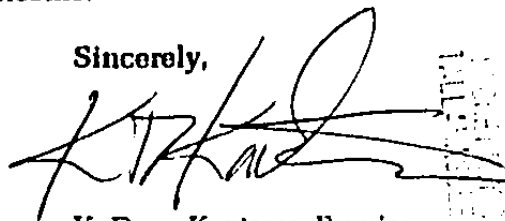
Gentlemen:

Enclosed is a check in the amount of one hundred and twenty-two dollars and 50/100 (\$122.50), for registration of Zou Zou, Inc. Also included are the original Articles of Incorporation and the Certificate Designating the Place of Business and Resident Agent and copies.

Upon completion of the registration, please send us a certified copy of documents.

If you should have any questions or comments in this regard, please know that your inquiries will be most welcome.

Sincerely,



K. Dean Kantaras, Esquire

KDK:kc
Enclosures

FILED
95 MAR 20 PM 7:59
TALLAHASSEE, FLORIDA

H. SIMS MAR 22 1995

Articles of Incorporation

Of

Zou Zou, Inc.

FILED
95 MAR 20 AM 7:55
TALLAHASSEE FLORIDA

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

ARTICLE I

Name of Corporation

The name of this corporation shall be Zou Zou, Inc.

ARTICLE II

Nature of Business

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States of America and this State.

ARTICLE III

Capital Stock

The maximum number of shares the corporation is authorized to have outstanding at any one time is: 100 shares of One (\$1.00) Dollar par value all of which shall have the same rights and privileges.

ARTICLE IV

Initial Capital

The amount of capital with which this corporation will begin business is not less than twenty-five thousand and no/100 (\$25,000.00) Dollars.

ARTICLE V

Term of Existence

This corporation is to exist perpetually.

ARTICLE VI
Principal Place of Business

The initial street address in this state of the principal office of this corporation is: 2089 Drew Street, Suite A, Clearwater, Florida 34625. The corporation may from time to time move the principal office to any other address in Florida, and may establish branch offices at such other places within or without the State of Florida as may be determined and deemed expedient.

ARTICLE VII
Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than two. The name and address of the initial director of this corporation is:

Dimitrios Kokalides
2089 Drew Street, Suite A
Clearwater, FL 34625

ARTICLE VIII
Subscriber

The name and street address of the initial subscriber to these Articles of Incorporation is:

Demetrios Kokalides
2089 Drew Street, Suite A
Clearwater, Florida 34625

ARTICLE IX
Designation of Registered Agent

The initial designation of the Registered Office of this corporation shall be 2089 Drew Street, Suite A, Clearwater, Florida 34625, and the Registered Agent shall be Demetrios Kokalides to accept service of process within this State until changed according to law.

ARTICLE X
Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders by a majority of the stock entitled to vote thereon.

ARTICLE XI
Commencement of Corporate Existence

The date that corporate existence shall begin shall be the date of the filing of these Articles of Incorporation with the State of Florida.

ARTICLE XII
Pre-Emptive Rights

The shareholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, but in either case only at such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 9th day of March, 1995.

X 

Demetrios Kokalides

**Certificate Designating Place of Business of Domicile for the Service of Process
Within this State Naming Agent Upon Whom Process May be Served**

Pursuant to §48.091, Florida Statutes, the following is submitted in compliance with said Statute:

First- That Zou Zou, Inc. doing business as Zoi wishes to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the city of Clearwater, County of Pinellas, State of Florida and has named Demetrios Kokalides as its agent to accept service of process within this state.

Acknowledgment

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Statute relative to keeping open said office.



Demetrios Kokalides

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, a Notary Public, personally appeared Demetrios Kokalides who produced _____ as identification or who is personally known to be the person described as above, and acknowledged before me that he subscribed to the above document on the ____ day of March, 1995.



K DEAN KANTARAS
My Commission CC418563
Expires Nov. 03, 1998
Bonded by HAI
800-422-1555



Notary Public
My Commission Expires:

FILED
95 MAR 20 AM 7:59
TALLAHASSEE, FLORIDA