

P95000039161

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
DIVISION OF STATE
CORPORATIONS
95 MAY 17 PM 2:45

RE: Kitts, Inc

C.C. FEE DISBURSED

☒ Capital Express™

☒ Art of Inc. File

☐ Corp. Record Search

☐ Ltd. Partnership File

☐ Foreign Corp. File

☐ () Cert. Copy(s)

☒ Photo Copy

☐ Art of Amend. File

☐ Dissolution/Withdrawal

☐ C U S-

☐ Fictitious Name File

☐ Name Reservation

☐ Annual Report/Reinstatement

☐ Reg. Agent Service

☐ Document Filing

☐ Corporate Kit

☐ Vehicle Search

☐ Driving Record

☐ Document Retrieval

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

☐ File No.'s, _____ Copies

☐ Courier Service

☐ Shipping/Handling

☐ Phone () _____

☐ Top Priority

☐ Express Mail Prep

☐ FAX () _____ pgs

SUBTOTALS

FEE.....

DISBURSED.....

SURCHARGE.....

TAX on corporate supplies.....

SUBTOTAL.....

PREPAID.....

BALANCE DUE.....

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum

THANK YOU
from
Your Capital Connection

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY JK _____

WALK-IN Will Pick Up 5-17

ARTICLES OF INCORPORATION
OF
KITSOS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 MAY 17 PM 2:46

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act"), as follows:

I.

Name

The name of the Corporation is KITSOS, INC.

II.

Term of Existence

The date when corporate existence will commence upon the filing of these Articles of Incorporation, in accordance with the provisions of Section 607.0203(1) of the Act, and the Corporation will have perpetual existence thereafter.

III.

Principal Office

The principal office of the Corporation is 521 Athens Street, Tarpon Springs, Florida 34689.

IV.

Capital Stock

The Corporation is authorized to issue 100 shares of one dollar (\$1.00) par value common stock, which will be designated Common Stock.

V.

Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 114 S. Pinellas Avenue, Tarpon Springs, Florida 34689, and the name of its initial registered agent at such address is Michael E. Dris, Esquire.

VI.

Directors

The Corporation will have 3 directors initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation will always have at least 1 but no more than 5 directors. The names and addresses of the initial directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
Naomi Kitsos	521 Athens Street Tarpon Springs, FL 34689
Sarantis Kitsos	521 Athens Street Tarpon Springs, FL 34689
Maria Koulianos	121 W. Cedar Street Tarpon Springs, FL 34689

VII.
Incorporator

The name and address of the incorporator signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Michael E. Dris, Esquire	114 S. Pinellas Avenue Tarpon Springs, FL 34689

VIII.
Preemptive Rights

Each shareholder of the Corporation will have the first right to purchase shares (and any securities convertible into such shares) of any class, kind or series of the Corporation's capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such shareholder holds at the time of issuance bears to the total number of shares then outstanding, exclusive of treasury shares. Any shareholder's preemptive rights will be waived if such shareholder does not exercise his or her preemptive rights by tendering full payment to the Corporation within thirty (30) days of receipt of written notice from the Corporation stating the prices, terms and conditions for the sale of such shares (or securities convertible into such shares). A shareholder may also waive his other preemptive rights by affirmative written notice of waiver within 30 days of receipt of notice of the Corporation's issuance of shares.

IX.
Affiliated Transactions

Pursuant to the provisions of 607.0901(5)(a) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act and, therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

ARTICLE XII.
Control Share Acquisitions

Pursuant to the provisions of Section 607.0902(5) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

X.
Bylaws

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.


XI.
Indemnification

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

XII.
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on May 13th, 1995.



Michael E. Dris, Esquire
Incorporator


ACCEPTANCE BY REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 MAY 17 PM 2:46

Having been named Registered Agent and designated to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I 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.

Dated: May 15th, 1995


Michael E. Dris, Esquire

P95000039161

DRIS & KOUSKOUTIS
ATTORNEYS AND COUNSELLORS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

P.O. BOX 458
114 S. PINELLAS AVENUE
TARPON SPRINGS, FLORIDA 34609
TELEPHONE (813) 943-8754
FACSIMILE (813) 943-8754

28670 U.S. HIGHWAY 19
SUITE #200
CLEARWATER, FLORIDA 34621
TELEPHONE (813) 725-0682
FACSIMILE (813) 943-8754

MICHAEL E. DRIS
N. MICHAEL KOUSKOUTIS

May 24, 1995

PLEASE RESPOND TO
TARPON SPRINGS

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

500001502255
-05/31/95--01079--004
*****35.00 *****35.00

Re: Articles of Amendment to the Articles of Incorporation of Kitsos, Inc.

Dear Sir/Madam:

Enclosed, please find an original and a copy of the Articles of Amendment for the corporation noted above. Also enclosed, you will find a check in the amount of \$35.00 for filing the Articles of Amendment.

Please acknowledge receipt of the enclosed Articles of Amendment by placing a date stamp on the enclosed copy and returning it to me in the enclosed self-addressed stamped envelope.

If further information is required, please contact me immediately.

Sincerely,

DRIS & KOUSKOUTIS

Jay Quigley GAVE

AUTHORIZATION BY PHONE TO

CORRECT "Initially" + "Initial"

DATE 6-9

DGC EXAM. 7B

Enclosure

Jay S. Quigley, Certified Legal Assistant for
Michael E. Dris, Esquire

FILED
MAY 30 PM 3:30
TALLAHASSEE, FLORIDA

Amend
6/13
7B

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
KITSOS, INC.

COPY
95 MAY 30 PM 3:30
TELETYPE UNIT

PRIOR TO THE ISSUANCE OF STOCK

Pursuant to the provisions of Sections 607.1002 and 607.1006 of the Florida Business Corporation Act (the "Act") and Section 621.13 of the Florida Professional Service Corporation Act, the undersigned corporation, Kitsos, Inc., a Florida corporation (the "Corporation"), adopts the following Articles of Amendment (the "Amendments").

1. First Amendment Adopted. The amendment adopted provides for the change of the number of directors, as set forth in Article VI.

2. Text of Amendment. Article VI of the Articles of Incorporation is amended by deleting such Article VI in its entirety and substituting in lieu of such Article VI the following Article VI which reads as follows:

ARTICLE VI.
Directors

The Corporation will have 1 director ~~initially~~. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation will always have at least 1 but no more than 5 directors. The names and addresses of the ~~initial~~ directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

Name

Address

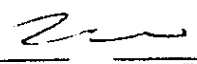
Naomi Kitsos

521 Athens Street
Tarpon Springs, FL 34689

3. Authorization of Amendments. The Amendments were unanimously adopted by the incorporator of the Corporation, effective on the date of the filing of these Amendments, pursuant to Section 607.1005 of the Act.

4. Effective Date. The effective time and date of the Amendments are May 17, 1995.

IN WITNESS WHEREOF, the undersigned incorporator of the Corporation has executed these Articles of Amendment as of May 24, 1995.

By: 
Michael E. Dris
Incorporator