P95000066856

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Examiner's Initials

Industry Control VINCOR

Industry Servers Property (City, State, Zip) (Phone #) OFFICE USE ONLY 813)944-213 4 CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): SHAPPING LOOKING TOO
(Corporation Name) (Corporation Name) (Document #) (Corporation Name) (Document #) (Document #) (Corporation Name) Walk in Pick up time Certificate of Status Will wait Mail out Photocopy **AMENDMENTS NEW FILINGS** Amendment **Profit** NonProfit Resignation of R.A., Officer/Director Change of Registered Agent Limited Liability Dissolution/Withdrawal **Domestication** Other Merger REGISTRATION/ **OTHER FILINGS** QUALIFICATION Annual Report Foreign Fictitious Name MR 5 9 1992 Limited Partnership Name Reservation Reinstatement

Trademark

Other

CR2E031(10/92)

Articles of Incorporation

177428 73 1412

SHOPPING WORLDWIDE, INC. CITY

(A profit Corporation)

Article -I- Name:

The name of this Corporation is: CITY SHOPPING WORLDWIDE,INC

Article -II- Duration

This Corporation shall have perpetual existence.

Article -III- Purpose and Powers

This Corporation is organized for the purpose of and shall have the authority to transact any or all lawfull business for which Corporations my be incorporated " under Chapter 607, Florida Statutes, as presently enacted and as it may be amended from time to time, including but not limited to the operation of: Import/Export, Wholesales, retail tamgibles products, catalogues sales, Manufacturing clotings, Sewing services. Tele marketing.

Article -IV- Capital Stock

This Corporation is authorized to issue 10,000 shares of one Dollar (\$1,00) par value Common Stock, which shall be designated as "Common Shares).

Article -V- Preemptive Rigths

Every Sharesholders, upon the sales for cash of any new stoc or authorized but unissued stock of this Corporation of the same kind, class or series as that which the already holds, shall have the rigth to purchase his pro-rated share (has nearly as may be done without the issuance of fractional shares at the prices at which it is offered to others.

Article - VI- Office address an Maling address

The Corporation principal office and Malling address locate at: 905 E.Marthin Luther King Jr Dr.Suite 224 Tarpon Springs FL-34689

And the initial registered agent is: JOSE EDUARDO DE GENNARE

Article -VII- Directors

This Corporation shall initialy have one Director. The number of Directors may be either increased or diminished from the time to time in accordance which the provisions of the by Laws but shall never be less than one(01).

The name and address of initial Director for this Corporations is Fernando Dib 905 E.Marthin Luther King Jr Drive Suite 224 Tarpon Springs FL 34689.

Article -VIII- Incorporator The name and address of the person signing these Articles of Incorporation is: JOSE EDUARDO DE GENNARE 905 E.Martin Luther King Jr Drive Suite 224-Tarpon Springs Fl 34689 Phone: 1-813- 944-2832

Article - VIV- Indemnification

The Corporation shall indenify any officer or Director or any former officer or Director to the full extent permitted by Law.

Article - X- Amendment

This Corporation reserves the rigth to amend or repal any provisions contained in these Articles of Incorporation, or any amendment thereto and any rigth conferred upon the membership is subjected to this reservation.

IN WITNES WHEREOF, the undersigned Incorporated as executed the Articles of Incorporation this Anday of August,1995.

Who to me personaly Know

State of Florida, County of Pinellas. The foregoin Articles of Incorporation was acknowledged before me this Fof august,1995

Dispra Pulle Kon Notary Public

DESPINA FARLEKAS MY COMMISSION # CC 382988 EXPIRES: June 14, 1998

CERTIFICATE DESIGNATING REGISTERED AGENTE AND STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA

PURSUANT TO FLORIDA STATUES-CITY SHOPPING WORLDWIDE, INC, desiring to organize under the laws of the State of Florida, nereby, designates

JOSE EDUARDO DE GENNARE , as its Registered Agent to accepet service of process within the State of Florida

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as Registered Agent to accept service to process for the above, and agress to comply which the provisions of Florida Statutes 48.091(3) relating maintaining and office for the process.

JOSE EDUARDO DE GENNARE

udidice -

TO : DEPARTMENT OF STATE

STATE OF FLORIDA
OFFICE OF STATE TREASURER
TALLAHASSEE FLORIDA

| ************************ | | | KEY | # | * | | * |
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GRAND TOTAL:

\$ 1,612.50

Process Date: 09/08/95

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.

t of Bill Nolson

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September 21, 1995

1.S. C. International Shopping Club, Inc. 905 E. Martin Luther King, Jr., Dr. Suite 600 Tarpon Springs, Florida 34689

Debit Memo: 60847-C

Subject: City Shopping Worldwide, Inc., Eagle's Wings, Inc. & USA

Executive Center, Inc.

Ref. Numbers: P95000066856, P95000066851, P95000066840

This is to inform you that your check #1163 dated August 22, 1995 in the amount of \$367.50 and submitted for the above named corporations has been returned to us by your bank because of Nonsufficient Funds.

We request that you remit a cashier's check or money order in amount of \$382.50 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashiers check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

I.S.C. International Shopping Club, Inc. Page Two September 21, 1995

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations Attn: Melinda Lilliston, P.O. Box 6327 Tallahassee, Florida 32314

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely, Melinda Lilliston Division of Corporations

cc: City Shopping Worldwide, Inc. Eagle's Wings, Inc. USA Executive Center, Inc.



FLORIDA DEPARIMENT OF STATE Sandra B. Mortham Secretary of State

outches 40, 1995

1.S.C. International Shopping Club, Inc. 905 E. Martin Luther King, Jr., Dr. Suite 600 Tarpon Spings, Florida 34689

Debit Memo: 60847-C

SUBJECT: CITY SHOPPING WORLDWIDE, INC., EAGLE'S WINGS, INC. and USA EXECUTIVE CENTER, INC.

Ref. Number: P95000066856, P95000066851, P95000066840

Due to your failure to respond to our previous letter advising you of the returned check #1163, the articles of incorporation for the above named corporations have been cancelled as of October 25, 1995.

The names of your corporations are now available for ase.

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely, Melinda Lilliston Administrative Assistant I Division of Corporations