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	RAFAEL I. OLARTE			o N	
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Acknowledgment

W.P. Verifyer

JHP 103 (89(2)

# ARTICLES OF INCORPORATIONS OF

# KISSES, HUGS, AND LOVE DISTRIBUTORS, CORP.

THE UNDERSIGNED INCORPORATOR (S), FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT (S) THE FOLLOWING ARTICLES OF INCORPORATION.

### ARTICLE I

The name of the corporation shall be: KISSES, HUGS, AND LOVE DISTRIBUTORS, CORP.

### ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on, are to do any and all of the things lawful under the laws of the State of Florida, and any other State, Municipality and/on Territories of the United States of America, as fully and to the same extent as natural persons might do.

- A. To buy, sell, market, distribute items of every type and nature, including but not limited to any marketable product or tem whether produced by the corporation or by others.
- B. To lend money and negotiate loans and generally to carry on, conduct, promote, operate and undertake any business transaction or operation commonly carriedon, conducted, promoted, operated or undertaken by individuals, business entities, capitalists financiers, manufacturers agents, builders brokers, dealers and others; to lend and advance money or give credit to scuh persons or firms and on such terms as may seen expedient, to export and import to and froem foreign countries its agencies, business entities and individuals, etc. and to engage in any and all other lawful acts in accordance with all applicable laws and regulations.
- C. To purchase, take and lease; or in exchange, hire or otherwise acquire and real or personal property, rights or privileges suitable or convenient for any of the purposes of this business and to purchase, acquire, erect and construct, make improvements of buildings or machinery, stores or works, insofar as the same may be appurtenet to or useful for the conduct of the business as above specified.

- D. To borrow or rase money for any purposeof the company and to secure the same and interest theren or for any other purpose, to mortgage all or any party of the property corporeal or incorporal rights or franchise of the company new owned or hereagter acquired, and to create, issue, draw and accept negotiable instruments, mortgages bills of exchange, promissory notes or other evidence of obligations.
- E. The corporation may engage in any activity or business permitted under the laws of the United States of America and/or foreign county where it may operate from time to time.

### ARTICLE TII

The maximum number of shares of stock of this corporation shall be is: ONE HUNDRED shares of Common Stock (100) having a par value of FIVE DOLLARS 00/100 (\$5.00) each and to fully paid and non-assesable all of which shall become common stock, and the same shall be issued and sold for such consideration as may be fixed by the Board of Directors, and such shares of stock shall be issued, sold or transferred in accordance with the By-Laws of the corporation.

### ARTICLE IV

The amount of Capital with which the Corporation shall begin busness shall be; FIVE HUNDRED DOLLARS 00/100 (\$500.00)

### ARTICLE V

The corporation shall have perpetual existence.

### ARTICLE VI

The principal office and resident address of this corporation shall be: 801 SW 9th Street, Hallandale, FL 33009.

### ARTICLE VII

The resident agent of the corporation shall be;

RAFAEL I. OLARTE 801 SW 9th Street, Hallandale, FL 33009

Name Address

The Board of Directors, in its discretion, may replace its resident agent at any time, with such replacement to be effective upon notice of such replacement being filed with the Secretary of State of Florida.

### ARTICLE VIII

The business and affairs of the corporation shall be conducted by the Board of Directors of Not less than one (1) nor more than (5), in accordance with By-laws to be adopted by the Board of Directors which are in conflict with the provisions of these Articles of Incorporation.

### ARTIULE IX

The names and addresses of the Offices and the first Board of Directors of this corporation who shall hold office for the first year of its existence, or until their succesors are elected and qualified, are as follows:

NAME

RAFAEL I. OLARTE

ADDRESS

801 SW 9th Street, Hallandale, FL 33009

### ARTICLE X

The names and post office addresses of the subscribers to this Certificate of Incorporation, and the number of shares each agrees to take, and the consideration therefore, the proceeds of which will amount to at least; <u>FIVE HUNDRED DOLLARS 00/100 (\$500.00)</u>. are as follows:

NAME AND ADDRESSES
RAFAEL I. OLARTE
801 SW 9th Street
Hallandale, FL 33009

SHARES 100 CONSIDERATION \$500.00

IN WITNESS WHEREOF, the undersigned subscribes to the Cortificate of Incoropation at the city of HIALEAH, Flotthis		, the
uses and purposes aforesaid.		
RAFAEL I. OLARTE.	••	

STATE OF FLORIDA )

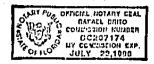
COUNTYOFDADE )

BEFORE ME, the undersigned authority, in and for said County and State, personally appeared RAFAEL I. OLARTE to me very well known as the person who executed the foregoing instrument as the subcriber and person who are described in and who weecuted the foregoing Certificate of Incoroporation, who acknowledged before me that HE did subscribe thereto freely and voluntarily and did so for, for the uses, and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereto set my hand and affixed my official seal this \_\_\_\_\_\_/9 TH \_\_\_\_\_\_day of \( \sum\_{PNUARY} \nabla \text{.D.} \) 1996.

RAFALL BRITO-Notary Public State of Florida at Large

My commission expires on: July 22, 1996



# CERTIFICATE OF DESIGNATION

### REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

RAFAEL I. OLARTE Namo	gistered agent and office 18.
(P.O. BOX NOT ACCEPTABLE)  Hallandale, FL 33009	GRIDA
(CITY/STATE/ZIP)	SIGNATURE: M. Olk (Corporate officer)
	TITLE: PRESIDENT-D  DATE: 1-19-96
VING BEEN NAMED AS REGISTERED AGEN DCESS FOR THE ABOVE STATED CORPORA THIS CERTIFICATE, I HEREBY ACCEPT	NT AND TO ACCEPT SERVICE OF ATION AT THE PLACE DESIGNATED