

P96000033593

TRANSMITTAL LETTER

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

400001792094
-04/16/96--01066--0015
****70.75 ****70.75

SUBJECT: R2 Babies Inc
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee
Certified Copy
& Certificate

Additional Copy Required

FROM: DEBORAH ROSENBERG.
Name (printed or typed)

19877 E COUNTY CLUB DR. SUITE 108
Address

AVENUE, FLORIDA 33180.
City, State & Zip

305 692-9210
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

634/18/96

ARTICLES OF INCORPORATION

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 NAME

The name of the corporation shall be:

RZ BABIES INC

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

19877 E COUNTRY CLUB DRIVE
SUITE 108
AVENTURA FLORIDA 33180

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 SHARES

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

DEBORAH ROSENBERG
19877 E COUNTRY CLUB DR.
SUITE 108
AVENTURA, FL 33180

ARTICLE V INCORPORATOR(S)

See Instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

- DEBORAH ROSENBERG - PRESIDENT.
19877 E COUNTRY CLUB DRIVE.
Apt. 108
AVENTURA, FLORIDA. 33180

- Mady Rosenbecht vice-president.
705 Holly Court.
Norwood, New Jersey
07648

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

16 day of April, 19 96.

(An additional article must be added if an effective date is requested.)

Deborah Rosenberg - President
Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
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.

1. The name of the corporation is:

RZ BABIES INC

2. The name and address of the registered agent and office is:

DEBORAH ROSENBERG

(NAME)

19977 EAST COUNTRY CLUB DRIVE SUITE 108
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

ADVENTURA FLORIDA 33180.
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Deborah Rosenberg
(SIGNATURE)

4/10/96

(DATE)