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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: BUNNY KIDS, INC.

AUDIT NUMBER.....H97000005408

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H97000005408

(4)

ARTICLES OF INCORPORATION

OF

Bunny Kids, Inc.

FILED
97 APR -2 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: Bunny Kids, Inc.

The principle place of business of this corporation shall be:
2899 NW 5th Avenue
Miami, FL 33127

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or lawfull activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:.....(500)
Shares of common stock, having par value of.....(\$1.00) each.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

<u>NAME(S)</u>	<u>TITLE(S)</u>	<u>ADDRESS(ES)</u>
Han Y. Yu	President/ Secretary	10170 NW 5th Street Pembroke Pines, FL 33026

Sandy H. Cho, CPA
2750 NW 3rd Ave #9
Miami, FL 33127
(305) 576-4434

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EMPIRE CORPORATE KIT

APR-02-1997 11:42

H97000005408ARTICLES VI INCORPORATOR(S)

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

NAME(S)

ADDRESS(ES)

Han Y. Yu

10170 NW 5th Street
Pembroke Pines, FL 33026

IN WITNESS WHEREOF, the undersigned incorporator(s) has have executed these Articles of Incorporation this 1st day of April, 1997.

Signature(s) of incorporator(s)

Han Y Yu

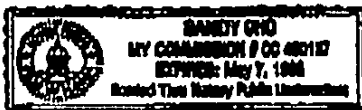
STATE OF FLORIDA

COUNTY OF _____ Date _____

THE FOREGOING instrument was acknowledged and sworn to before me this 1st day of April, 1997, by Han Y. Yu
(Name of incorporator)

of Bunny Kids, Inc.

(Name of Corporation)



(SEAL)

Sandy O'Neil
Notary Public

My Commission Expires: May 7, 1998
Personally Known

H97000005408

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**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

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97 APR -2 AM 11:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.325, 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: Bunny Kids, Inc.

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

Han Y. Yu

2899 NW 5th Avenue

Niami, FL 33127 (P.O. BOX NOT ACCEPTABLE)

(CITY/STATE/ZIP)

SIGNATURE HAN Y YU

(Corporate Officer)

TITLE President/Secretary

DATE April 1, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF THE STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE HAN Y YU

(Registered Agent)

DATE April 1, 1997

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