

P97000002425

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: DECO COSMETICS, INC.

AUDIT NUMBER.....H98000007047

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....1

PAGES..... 8

DEL.METHOD.. FAX

EST.CHARGE.. \$87.50

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

Amend
TLL APR 15 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 15, 1998

DECO COSMETICS, INC.
5600 COLLINS DRIVE
17W
MIAMI BEACH, FL 33140US

SUBJECT: DECO COSMETICS, INC.
REF: P97000062425

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

FAX And. #: H98000007047
Letter Number: 398A00020040

4/14/98

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H98000007047

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DECO COSMETICS, INC.

FILED
98 APR 15 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST AMENDMENT ADOPTED

The Articles of Incorporation, Articles I through IV, are hereby amended/added/deleted as follows and shall now consist of Articles I through XIV:

ARTICLE I
NAME/ADDRESS

The name of the corporation shall be: **DECO COSMETICS, INC.** The principal address is: 401 Biscayne Blvd., S-256, Miami, Florida 33132. This is the same as the original Article I of the Articles of Incorporation.

ARTICLE II
DURATION

The corporation shall have perpetual existence.

ARTICLE III
PURPOSE

The purposes for which the corporation has been formed are any and all lawful business permitted under the laws of the State of Florida and of the United States.

PREPARED BY: Jennifer D. Winokur
930 Washington Ave. #205B
Miami Beach, FL 33139
(305) 673-2425
FBN-008889

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Articles of Amendment to Articles of Incorporation
DECO COSMETICS, INC.

ARTICLE IV
CAPITAL STOCK

The corporation is authorized to issue 240 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V
RIGHT OF SHARES OF CAPITAL STOCK

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares, to be voted cumulatively.

The President shall own 50% of the outstanding shares of stock with his Wife and/or son, Darren Kreitman, as the beneficiary of said shares. The Vice-President shall own 50% of the outstanding shares of stock with her Mother and/or Sister as the beneficiary of said shares. If any of the beneficiaries should predecease the Officer(s), then said shares shall pass to the beneficiary at law of the Vice-President and of the President's Wife (Linda Kreitman, the Treasurer/Director) respectively.

ARTICLE VI

Fifty-one (51%) percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders. If a quorum is present, the affirmative vote of fifty-one (51%) percent of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

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ARTICLE VII
REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent and Registered Office of the Corporation is:

Jennifer Winokur, Esquire
930 Washington Avenue, Suite # 205-B
Miami Beach, Florida 33139

ARTICLE VIII
BOARD OF DIRECTORS

This corporation shall have 4 Director(s). The number of director(s) may be either increased or diminished from time to time by the by-laws but shall never be less than one.

The name and addresses of the Director(s) of this corporation and their respective offices are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Howard Kreitman	President/Director	401 Biscayne Blvd. #S-256, Mia. Fl. 33132
Jennifer Winokur	Vice Pres/Director	401 Biscayne Blvd. #S-256, Mia. Fl. 33132
Florence Winokur	Secretary/Director	401 Biscayne Blvd. #S-256, Mia. Fl. 33132
Linda Kreitman	Treasurer/Director	401 Biscayne Blvd. #S-256, Mia. Fl. 33132

ARTICLE IX

No contract, act or transaction of this corporation with any person or persons, firm or other corporation, in the absence of fraud or wrongdoing shall be affected or invalidated by the fact that any director of this corporation is party to or interested in such contract, act

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Articles of Amendment to Articles of Incorporation
DECO COSMETICS, INC.

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or transaction, or in any way connected with such person, persons, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or corporation which he may anyway be interested. Any director of this may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

ARTICLE X
ELECTION OF S-CORPORATION

This corporation shall, in its' by-laws, allow for qualification for the Stockholder's Consent to election under Internal Revenue Code in re sub-chapter S, Section 1372, and Section 1244.

ARTICLE XI
BYLAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former director or officer, to the fully extent permitted by law.

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Articles of Amendment to Articles of Incorporation
DECO COSMETICS, INC.

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ARTICLE XIII
AMENDMENT

These Articles of Incorporation may be altered or amended by resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of a majority of the outstanding Common Shares entitled to vote thereon, or they may be altered or amended in any other manner now or hereafter provided by law.

ARTICLE XIV
COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall be deemed to commence on the date of filing the Original Articles.

SECOND AMENDMENT ADOPTED

The date of each Amendment's adoption: March 24, 1998

THIRD AMENDMENT ADOPTED

The amendments were adopted by the Board of Directors without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned subscriber(s) have/has executed these

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The Law Office of Jennifer D. Winokur
930 Washington Avenue, Suite 205-B, Miami Beach, Florida 33139 • (305) 673-2425

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Articles of Amendment to Articles of Incorporation
DECO COSMETICS, INC.

Articles of Amendment to Articles of Incorporation this 10th day of April, 1998

x Jennifer Winokur
Signature of: JENNIFER WINOKUR

x Howard Kreitman
Signature of: HOWARD KREITMAN

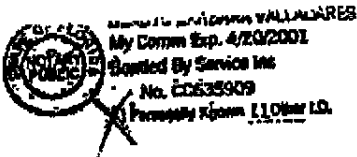
STATE OF FLORIDA)
) ss
COUNTY OF DADE)

The foregoing instrument was sworn to and subscribed before me this 10th day
of April, 1998 by
HOWARD KREITMAN AND JENNIFER WINOKUR
who is/are personally known to

me ☒ or who produced _____ driver's license(s) ()/passport(s) () as identification
and who did take an oath.

Glady B. Cohen
Notary Public - State of Florida

My commission expires:



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The Law Office of Jennifer D. Winokur
930 Washington Avenue, Suite 205-B, Miami Beach, Florida 33139 * (305) 673-2425

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**CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE MADE.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in
compliance with said Act: .

FIRST - That desiring to organize under the Laws of the State of Florida, with its
principal office, as indicated in the Articles of Incorporation, at the City of
Miami, County of DADE, State of
Florida, designates JENNIFER WINOKUR, ESQUIRE, 930 Washington Avenue, Suite
205-B, Miami Beach, Florida 33139, as its' Agent to accept service of process within this
state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named corporation,
at this place designated in this Certificate, I hereby accept to act in this capacity and agree
to comply with the provisions of said Act relative to keeping open said office.


JENNIFER WINOKUR, ESQUIRE
Registered Agent

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