

P97000062425

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000003531 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 922-4000

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FILED
99 FEB 12 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

DECO COSMETICS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$43.75

AMEND
2/11/99 5:57 PM
FEB-12-1999 15:42



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 12, 1999

DECO COSMETICS, INC.
401 BISCAYNE BLVD
SUITE 256
MIAMI, FL 33132US

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 amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H99000003531
Letter Number: 299A00006394

RECEIVED
99 FEB 12 PM 3:56
DIVISION OF CORPORATIONS

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000003531 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
 Division of Corporations
 Fax Number : (850) 922-4000

From:
 Account Name : EMPIRE CORPORATE KIT COMPANY
 Account Number : 072450003255
 Phone : (305) 541-3694
 Fax Number : (305) 541-3770

BASIC AMENDMENT

DECO COSMETICS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$43.75

RECEIVED
 99 FEB 12 AM 7:52
 DIVISION OF CORPORATIONS

499000003531

FILED
99 FEB 12 PM 4:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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.

JENNIFER D. Winokur, Esq.
930 Washington Ave., # 205B
Miami Bch., FL 33139
(305) 673-2425 FBNO. 0088889

499000003531

119000003531

Page 2

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.

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

119000003531

449000003531

Page 3
Articles of Amendment to Articles of Incorporation
DECO COSMETICS, INC.

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 2 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

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 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

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

449000003531

49900003331

Page 4

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

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.

ARTICLE XIII
AMENDMENT

These Articles of Incorporation may be altered or amended by resolution adopted

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

49900003331

HPA000003531

Page 5

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

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: January 1, 1999

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

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

499000003531

Page 6

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

Articles of Amendment to Articles of Incorporation this 11th day of February, 1999.

x Howard Kreitman
Signature of: HOWARD KREITMAN
President/DIRECTOR

x Jennifer Winokur
Signature of: JENNIFER WINOKUR
VICE President/DIRECTOR

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

The foregoing instrument was sworn to and subscribed before me this 11th day
of FEBRUARY, 1999, by
HOWARD KREITMAN & 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.

Monalisa Howell
Notary Public - State of Florida

My commission expires:



Monalisa Howell
Commission # 806039
Expires Feb. 2, 2003
Bonded Through
Atlantic Bonding Co., Inc.

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

499000003531

1199000003531

Page 7
Articles of Amendment to Articles of Incorporation
DECO COSMETICS, INC.

**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 Miami-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

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

1199000003531