

7-29-97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF

SASSY KIDS, INC.

The undersigned incorporator hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SASSY KIDS, INC.

The address of the principal office of this corporation shall be 5669 Pacific Boulevard, #2508, Boca Raton, Florida 33433 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation is formed to operate a retail business which shall sell children's clothing, apparel and accessories. The business may engage or transact in any or all lawful 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT/ADDRESS

The street address of the initial registered office of the corporation shall be 4800 North Federal Highway, Suite 100D, Boca Raton, Florida 33431 and the name of the initial registered agent of the corporation at that address is Randi S. Tompkins, P.A.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one or more Directors. The names and street addresses of the initial members of the Board of Directors are:

J.S. Cohen
5669 Pacific Blvd., #2508
Boca Raton, Florida 33433

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed

are:

President, Vice-President, Secretary, Treasurer:

J. S. Cohen

5669 Pacific Blvd., #2508

Boca Raton, Florida 33433

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is J.S. Cohen, 5669 Pacific Blvd., #2508 Boca Raton, Florida 33433.

IN WITNESS WHEREOF, the undersigned incorporator, has hereunto set her hand and seal this 24 day of July, 1997.

INCORPORATOR

J. S. Cohen
J. S. COHEN

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Randi S. Tompkins, P.A., a Florida corporation, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Florida law.

REGISTERED AGENT:

Randi S. Tompkins, P.A.

By:


Randi S. Tompkins, President

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