

2:20 PM

P970000 86620

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000016642 5)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

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

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: KIVA'S TRADING, INC.

AUDIT NUMBER.....H97000016642

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

CERT. OF STATUS..0

PAGES.....6

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM

Connect: 00:10:40

FILED
97 OCT -7 PM 4:05
TALLAHASSEE, FLORIDA

F. 210000 OCT 8 1997

447000016642

ARTICLES OF INCORPORATION

⑥

OF

KIVA'S TRADING, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

KIVA'S TRADING, INC.

The address of the principal office of this Corporation shall be: 14135 N.W. 7th Avenue, Booth #71, North Miami, Florida 33168 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This Corporation 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 (100) shares of common stock having \$1.00 par value per share.

Prepared by: Law Offices of Irina Nemtsov, P.A.
2020 N.E. 163rd Street, Suite 300
North Miami Beach, FL 33162
(305) 844-9100
FL Bar No.: 0086037

FILED
97 OCT -7 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

447000016642

HA7000016642

ARTICLE IV. SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the right of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be: 739 N.E. 164th Terrace, North Miami, Florida 33162, and the name of the initial registered agent of the Corporation at that address is Kiva Shersher.

ARTICLE VI. TERMS OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VII. OFFICERS AND DIRECTORS

This Corporation shall have one [1] director. The name and street address of the initial director who shall hold office for the first year of the Corporation, or until his successor is elected or appointed is:

Kiva Shersher
Director/President
Secretary/Treasurer

739 N.E. 164th Terrace
North Miami Beach, FL 33162

HA7000016642

447000016642

ARTICLE VIII. PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights.

ARTICLE IX. BY-LAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation.

ARTICLE X. EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XI. AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

447000016642


H97000016642

ARTICLE XII. INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation:

Irina Nemtsev, Esq. 2020 N.E. 163rd Street
Suite 300
North Miami Beach, FL 33162

IN WITNESS WHEREOF, the undersigned subscribing incorporator have hereunto set her hand
and seal on this 7th day of October, 1997.

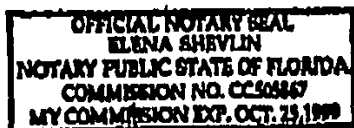

Irina Nemtsev, Esq.
Incorporator

STATE OF FLORIDA
COUNTY OF DADE

The foregoing Articles of Incorporation of KIVA'S TRADING, INC. was acknowledged before me
this 7th day of October, 1997, by Irina Nemtsev, Esq. who is personally known to me.



NOTARY PUBLIC
My Commission Expires:

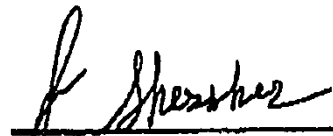


H97000016642

497000016642

ACKNOWLEDGMENT OF REGISTERED AGENT

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


Kiva Shersher

Date: October 7, 1997

FILED
97 OCT -7 PM 4: 05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

497000016642