

P97000096104

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

(904) 385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

500002343375--3
 -11/10/97--01097--015
 ****122.00 ****122.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ABC Kids fashions, inc
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

FILED
 97 NOV 10 PM 3:50
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

file the corporation first & the fictitious name second

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/QUALIFICATION | |
|----------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

RECEIVED
 97 NOV 10 PM 2:40
 TALLAHASSEE, FLORIDA

Examiner's Initials

11/10/97

ARTICLES OF INCORPORATION

OF

ABC KIDS FASHIONS, INC.

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971031 10 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

ABC KIDS FASHIONS, INC.

Its business shall be carried on in the State of Florida, in the United States of America, and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

This corporation may engage or transact in any and 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

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time shall be 1000 shares of common stock at a per value of \$1.00 per share.

ARTICLE IV

The principal office of this corporation will be 11030-3 Wiles Road, Coral Springs, Florida 33067.

ARTICLE V

The names and post office addresses of the first Board of Directors, who shall hold office for the first year of the corporation's existence, or until successors are elected and have qualified, are as follows:

SUSAN B. GALLART
11030-3 Wiles Road
Coral Springs, Florida 33067

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

LLOYD A. BARON, ESQ.
2855 University Drive, Suite 110
Coral Springs, Florida 33065

ARTICLE VI

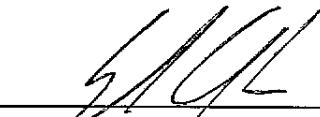
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First. That ABC KIDS FASHIONS, INC., desiring to organize under the laws of the State of Florida with its principal office indicated in the Articles of Incorporation at 11030-3 Wiles Road, Coral Springs, Florida 33067 has named LLOYD A. BARON, ESQ., as its

agent to accept service of process within this State.

ACKNOWLEDGMENT:

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 provisions of said Act relative to keeping open said office.



LLOYD A. BARON, ESQ.
Resident Agent

ARTICLE VII

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' Meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE VIII

This corporation is to exist perpetually.

ARTICLE IX

To the extent permitted by law, the corporation shall

indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.

ARTICLE X

The undersigned has executed these Articles of Incorporation this 7th day of November, 1997.

Susan B. Gallart

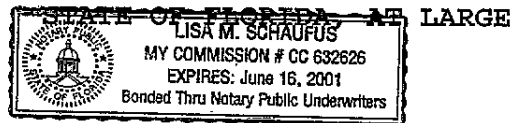
SUSAN B. GALLART
INCORPORATOR

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 7th day of November, 1997, by SUSAN B. GALLART, as subscriber in and who executed the foregoing Articles of Incorporation, who is personally known to me and who did take an oath.

Lisa M. Schaufus

NOTARY PUBLIC



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97 NOV 10 AM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA