

P9800000 4412

John L. Hughes
1600 LeJeune Road #17
Coral Gables, FL 33134
January 10, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: LilBaby.com, Inc.

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$70.00 for filing purposes.

FROM: JOHN L. HUGHES
1600 LEJEUNE ROAD #17
CORAL GABLES, FL 33134

(305) 444-4625

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*****70.00 *****70.00


John L. Hughes

ENC: (2)

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LILBABY.COM, INC.

FILED

98 JAN 13 PM 3:57

CLERK OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby declare to organize for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileged and immunities of a corporation for profit.

ARTICLE I.

NAME OF CORPORATION

The name of the corporation shall be:
LILBABY.COM, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business and the objects and purposes to be transacted and carried on are to make and perform contracts of any kind and description, and for the purpose of attaining any of the objects of the corporation, to do and perform any other acts of things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which are now, or hereafter may be, authorized by law, and generally do and perform any and all things necessary or incident to the performance and carrying out of the powers hereinabove specifically delegated or implied, within or without the State of Florida, or at any and all places whether within or without the United States of America.

ARTICLE III

CAPITAL STOCK

The authorized capital stock of this corporation shall be FIVE HUNDRED (500) SHARES OF COMMON STOCK, ONE DOLLAR (\$1.00) PAR VALUE.

ARTICLE IV

PRINCIPLE PLACE OF BUSINESS

The principal place of business of this corporation shall be 1600 LeJeune Road #17, Coral Gables, FL 33134.



ARTICLE V

CORPORATE EXISTENCE

This corporation shall commence on the date of subscription and acknowledgement of these articles, and shall be perpetual thereafter unless sooner dissolved according to law.

ARTICLE VI

REGISTERED AGENT

The street address of the initial registered office of this corporation is 1600 LeJeune Road #17, Coral Gables, FL 33134 and the name of the registered agent of this corporation at that address is John L. Hughes.

ARTICLE VII

NUMBER OF DIRECTORS

The number of directors of this corporation shall be not less than one (1) and not more than five (5).

ARTICLE VIII

DIRECTORS, OFFICERS, INCORPORATORS, AND SUBSCRIBERS

The name and address of the first Board of Directors, Officers, Incorporator and Subscriber is:

John L. Hughes
1600 LeJeune Road #17
Coral Gables, FL 33134

IN WITNESS WHEREOF, I have hereunto set my hand this 10th day of January, 1998


 (SEAL)
John L. Hughes

OFFICIAL
PEDRO
COM
CC
MY COM
DEC
ORDAY

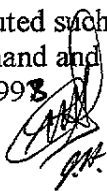
I hereby agree to act as Registered Agent for the above-named corporation.


John L. Hughes

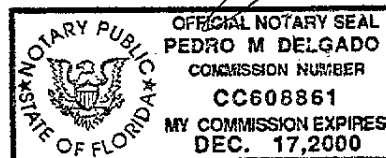
STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared before me John L. Hughes known to me to be the person described herein as the incorporator, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed such Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 10th day of January, A.D. 1998


P.M.


NOTARY PUBLIC



STATE OF FLORIDA
TALLAHASSEE, FLORIDA

98 JAN 13 PM 3:57

NOTARY SEAL
M DELGADO
SION NUMBER
608861
MISSION EXPIRES
17,2000

FILED