

Charter Number Only

6/8/99  
Cesar Wash  
Requestor's Name  
1500 W. 49th St #16  
Address  
Hialeah FL 33023  
City State ZIP Phone

VALIDATION ONLY

300002552443--7  
-06/09/98--01014--024  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

Grandma's Shop INC

RECEIVED  
98 JUN -9 AM 9:23  
DIVISION OF CORPORATION

- |   |  |   |
|---|--|---|
| <input checked="" type="checkbox"/> Profit          | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                  | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Foreign                    | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Limited Partnership        | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement              | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy  | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait       | <input type="checkbox"/> Pick Up                    |
| <input type="checkbox"/> Walk In                    |  | <input type="checkbox"/> Mail Order                 |

FILED  
98 JUN -9 AM 11:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Certified

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CR2E031 (R8-85)

Empire Toll Free: 1-800-432-3028

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF  
GRANDMA'S SHOP, INC.

ARTICLE I - NAME AND ADDRESS

The name of this corporation is: GRANDMA'S SHOP, INC., located at 2016 Bay Drive, Suite #503, Miami Beach, Florida 33141.

ARTICLE II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activities or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is Two Thousand shares of common stock having a par value of \$0.50 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be 2016 Bay Drive, Suite #503, Miami Beach, Florida 33141, and the initial registered agent of this corporation at such office.

CESAR MESTRE-PEREZ, ESQ.  
FLORIDA BAR NO.137359  
1800 W. 49th St., Suite 216  
Hialeah, FL 33012

shall be HERBERTH AGUILAR, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of four members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one nor more than four. The names of the directors constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
HERBERTH AGUILAR	2016 Bay Drive, #503 Miami Beach, FL 33141
MARTHA PIZZO	2016 Bay Drive #503 Miami Beach, FL 33141
ANDRES AGUILAR	2016 Bay Drive, #503 Miami Beach, FL 33141
MARCELO ROSARIO	2016 Bay Drive, #503 Miami Beach, FL 33141

#### ARTICLE VII - INCORPORATOR

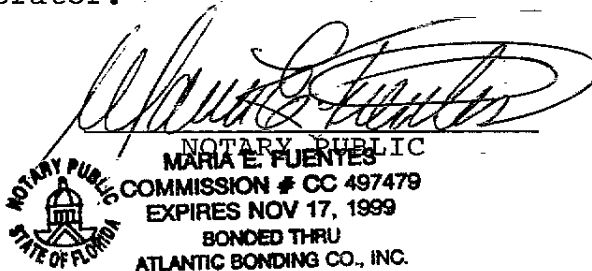
The name and address of the person signing these Articles of Incorporation is: HERBERTH AGUILAR, 2016 Bay Drive, #503, Miami Beach, FL 33141.

  
HERBERTH AGUILAR, Incorporator

STATE OF FLORIDA       )  
                                  )  
COUNTY OF MIAMI-DADE )

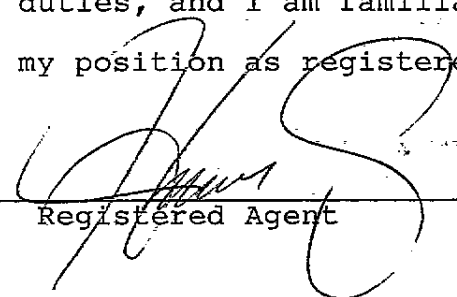
The foregoing Articles of Incorporation of **GRANDMA'S SHOP, INC.**, were acknowledged before me this 5 day of June, 1998 by **HERBERTH AGUILAR**, as Incorporator.

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for **GRANDMA'S INC.**, at the place designated in the Articles of Incorporation, I, **HERBERTH AGUILAR**, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Registered Agent

6-6-98  
Date

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is GRANDMA'S SHOP, INC.

2. The name and address of the registered agent and office is:

HERBERTH AGUILAR

(NAME)

2016 BAY DRIVE, SUITE #503

(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

MIAMI BEACH, FL 33141

(CITY/STATE/ZIP)

**FILED**  
98 JUN -9 AM 11:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
\_\_\_\_\_  
(SIGNATURE)

6-6-98  
\_\_\_\_\_  
(DATE)