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Law Offices of  
**Maier and Marchetta**  
A Partnership of Professional Associations

Daniel R. Maier  
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Wrongful Death

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Phone: (954) 566-9889  
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August 18, 1998

Secretary of State  
Division of Corporations  
409 East Gaines Street  
P.O. Box 6327  
Tallahassee, Florida 32314

700002622837--2

-08/24/98--01050--002  
\*\*\*122.50 \*\*\*122.50

Re: Articles of Incorporation of Kids N Knicks Consignment, Inc.

Gentlemen:

I have enclosed an original and copy of the Articles of Incorporation for the above corporation. I further enclosed a check in the amount of \$122.50 representing the following:

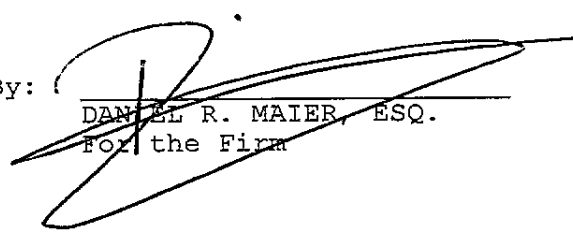
- |    |                              |          |
|----|------------------------------|----------|
| 1. | Filing Fee                   | \$ 35.00 |
| 2. | Certified Copy               | \$ 52.50 |
| 3. | Registered Agent Designation | \$ 35.00 |

Please return the certified copy of the Articles of Incorporation to the undersigned using the address listed above.

Sincerely,

**MAIER AND MARCHETTA**

By:

  
DANIEL R. MAIER, ESQ.  
For the Firm

DRM/bf  
Encl.

FILED  
98 AUG 24 AM 7:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8-25-98  
AM

98 AUG 24 AM 7:54  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
KIDS N KNICKS CONSIGNMENT, INC.

ARTICLE I. CORPORATE NAME

The name of this corporation is KIDS N KNICKS CONSIGNMENT, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

This corporation is authorized to conduct any business authorized under the Constitution of the State of Florida and laws of the State of Florida and the United States of America, specifically the nature of the business is a consignment retail store dealing in the sale of children's clothing.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding any one time is Five Hundred (500) shares of capital stock having a par value of Fifty Cents (\$.50) per share, capital stock shall be the only class of stock this corporation shall have the authority to issue.

ARTICLE IV. TERMS OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation.

ARTICLE V. REGISTERED AGENT & INITIAL REGISTERED OFFICE

The registered agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be:

Patricia Guistolisi  
4440 N.E. 16th Avenue  
Ft. Lauderdale, FL 33334

Tel. (954) 776-0552

ARTICLE VI. BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR

The names of the initial directors of this corporation and their street addresses are:

Patricia Guistolisi	Gina Durant
4440 N.E. 16th Avenue	1135 S.W. 2nd Avenue
Fort Lauderdale, FL 33334	Ft. Lauderdale, FL 33060
Tel. (954) 776-0552	Tel. (954) 942-9962

The persons named as initial directors shall hold office for the first year of existence of this corporation or until her successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Patricia Guistolisi  
4440 N.E. 16th Avenue  
Ft. Lauderdale, FL 33334  
  
Tel. (954) 776-0552

ARTICLE IX. AMENDMENT

These 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 stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X. DUTIES OF OFFICERS OF THE CORPORATION

The stockholders shall determine the title and duties of each officer of this corporation.

ARTICLE XI. REGISTERED FOR SERVICE OF PROCESS

This corporation hereby appoints Patricia Guistolisi as its registered agent to accept service of process within the State of Florida. The street address of the registered agent for service of process within the State of Florida shall be:

Patricia Guistolisi  
4440 N.E. 16th Avenue  
Ft. Lauderdale, FL 33334

Tel. (954) 776-0552

ARTICLE XII. CORPORATION'S PRINCIPAL OFFICE & MAILING ADDRESS

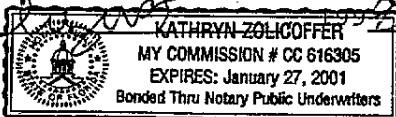
That this corporation's principal office and mailing address is 4440 N.E. 16th Avenue, Ft. Lauderdale, FL 33334.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 18th day of August, 1998.

Patricia Guistolisi  
PATRICIA GUISTOLISI  
Incorporator  
KIDS N KNICKS CONSIGNMENT, INC.

STATE OF FLORIDA            )  
                                  ) SS:  
COUNTY OF BROWARD        )

BEFORE ME, a Notary Public personally appeared PATRICIA GUISTOLISI, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 18th day of



[Signature]  
Notary Public  
State of Florida

My commission expires: 1/27/01

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for KIDS N KNICKS CONSIGNMENT, INC., the above-stated corporation, at the location designated in these Articles of Incorporation (4440 N.E. 16th Avenue, Ft. Lauderdale, FL 33334, Tel. (954) 776-0552), I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 18<sup>th</sup> day of August, 1998.

Patricia Guistolisi

PATRICIA GUISTOLISI  
Registered Agent for  
Service of Process for  
KIDS N KNICKS CONSIGNMENT, INC.

FILED  
98 AUG 24 AM 7:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA