



P98000 106780

ACCOUNT NO. : 072100000032

REFERENCE : 078840 126224A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pyjits

ORDER DATE : December 24, 1998

ORDER TIME : 11:22 AM

ORDER NO. : 078840-005

CUSTOMER NO: 126224A

CUSTOMER: Allan M. Glaser, Esq
ALLAN M. GLASER, P.A.
ALLAN M. GLASER, P.A.
Suite 807
11900 Biscayne Boulevard
Miami, FL 33181

100002722051--5

DOMESTIC FILING

NAME: GEPETTO TOO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

Dmc 12/24/98

FILED
98 DEC 24 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 DEC 24 PM 12:31

ARTICLES OF INCORPORATION
OF
GEPETTO TOO, INC.

FILED
98 DEC 24 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

GEPETTO TOO, INC.

The address of the principal office of this corporation shall be 425 East 10th Court, Hialeah, Florida 33010, and the mailing address of the corporation 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 7500 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be Suite 807, 11900 Biscayne Boulevard, Miami, Florida 33181, and the name of the initial registered agent of the corporation at that address is Allan Glaser.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on December 24, 1998.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

FILED

98 DEC 24 PM 1:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Allan Glaser an individual residing in
this state having a business office identical with the
registered office of the corporation named below, and
having been designated as the Registered Agent in the above
and foregoing Articles of Incorporation of

GEPETTO TOO, INC.

is familiar with and accepts the obligations of the
position of Registered Agent under Section 607.0505,
Florida Statutes.

By: Allan Glaser
Typed name:
Allan Glaser