

Charter Number Only

PR900007555

VALIDATION ONLY

Requestor's Name Milagros Vasquez
Address 717 Ponce de Leon Blvd #209
Coral Gables FL 33134
City State ZIP Phone 4555D

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*****78.75 *****78.75

CORPORATION(S) NAME

moments in Time, INC.

RECEIVED
99 AUG 23 AM 9:59
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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| <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 When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input type="checkbox"/> Mail Out |

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W99-19428



Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 23, 1999

EMPIRE

MIAMI, FL

SUBJECT: MOMENTS IN TIME, INC.
Ref. Number: W99000019428

We have received your document for MOMENTS IN TIME, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 199A00042178

RECEIVED
99 AUG 31 AM 10:18
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Moments To Cherish, Inc.

THE UNDERSIGNED SUBSCRIBERS to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of this corporation is: Moments To Cherish, Inc.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this Corporation shall be: 8275 NW 186 Street, Unit 801, Hialeah, Florida 33015.

ARTICLE III
PURPOSES

The specific purposes for which the corporation is organized are:

A. To engage in every aspect and phase of the wholesale and retail sale of party favors.

B. To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida, and in all other States and Countries.

C. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

D. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

E. To guarantee, endorse, purchase, hold, sell, transfer mortgage, pledge or otherwise acquire or dispose of the capital stock of, or any bonds, securities or other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, of the State of Florida or any other state or government, and while owners of such stock exercise all of the rights, powers and privileges of ownership, including the right to vote such stock.

F. To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign, and transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise and real and personal property of every class and description.

G. To avail itself of all corporate powers as provided in Section 617.0302, Florida Statutes.

ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock that this company is authorized to have outstanding at any one time is: ONE HUNDRED (100) shares of ONE (\$1.00) DOLLARS par value, the consideration to be paid for each share shall be ONE (\$1.00) DOLLAR.

ARTICLE V INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than ONE HUNDRED (\$100.00) DOLLARS.

ARTICLE VI

This corporation is to exist perpetually.

ARTICLE VII

The name and the street address of the initial registered agent is: SURELLA G. DE LA ROSA, 8275 NW 186 Street, Unit 801, Hialeah, Florida 33015.

ARTICLE VIII

This corporation shall have two (2) director(s) initially.

The number of directors may be elected, appointed, increased or diminished from time to time, pursuant to the by laws adopted by the stockholders, provided however, that the number of directors shall never be less than two (2).

ARTICLE IX INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

NAME	ADDRESS
SURELLA G. DE LA ROSA	8275 NW 186 Street, Unit 801 Hialeah, Florida 33015
LOAMMI GAMONEDA	4415 East 9th Court Hialeah, Florida 33013

ARTICLE X INCORPORATORS

The name(s) and the street addresses of the incorporator(s) for these Articles of Incorporation is/are:

NAME	ADDRESS
SURELLA G. DE LA ROSA	8275 NW 186 Street, Unit 801 Hialeah, Florida 33015
LOAMMI GAMONEDA	4415 East 9th Court Hialeah, Florida 33013

ARTICLE XI AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Florida Statutes. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders meeting by a majority of the shareholders entitled to vote thereon, unless all the directors and

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.

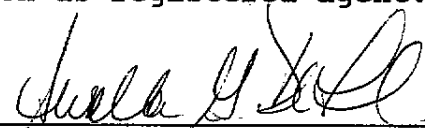
1. The name of the corporation is:

Moments To Cherish, Inc.

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

SURELLA G. DE LA ROSA
8275 NW 186 Street, Unit 801
Hialeah, Florida 33015

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.

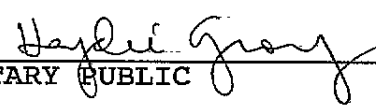

SURELLA G. DE LA ROSA

Date: 8/19/99

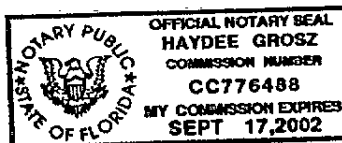
STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 19th day of August, 1999, by SURELLA G. DE LA ROSA, as registered agent of MOMENTS IN TIME, INC., who is personally known to me or who has produced Florida Driver's License as identification and who did _____ take an oath.


NOTARY PUBLIC

My Commission Expires:



all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the subscribed incorporators have hereunto set their hands and seals, and caused these Articles of Incorporation to be executed this 19th day of August, 1999.

Surella G. De La Rosa
SURELLA G. DE LA ROSA, Incorporator

Loammi Gamoneda
LOAMMI GAMONEDA, Incorporator

STATE OF FLORIDA)

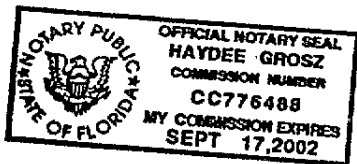
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, this day personally appeared SURELLA G. DE LA ROSA and LOAMMI GAMONEDA, known to me to be the person(s) who executed the foregoing Articles of Incorporation of _____ and acknowledged before me that they executed the same for the purposes therein expressed, and who is personally known to me or who have produced Florida Drivers License, as identification and who did _____ take an oath.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 19th day of August, 1999.

Haydee Grosz
NOTARY PUBLIC

My Commission Expires:



MILAGROS R. VAZQUEZ, ESQ.
717 Ponce De Leon Blvd. #209
Coral Gables, Florida 33134
(305) 446-4555