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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : A 1 A CORPORATE SERVICES, INC.
Account Number : 120010000247
Phone : (305) 673-0347
Fax Number : (305) 532-0738

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DIVISION OF CORPORATIONS
FLORIDA DEPARTMENT OF STATE

FOREIGN PROFIT QUALIFICATION

HIGH TECH KIDS USA, INC.

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03 JAN 10 PM 1:45

DIVISION OF CORPORATION

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$70.00

JB
1-10-03

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. HIGH TECH KIDS USA, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. TEXAS 3. 75-2467762
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 02-1-93 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 6511 HILLVIEW LANE SACHSE, TX 75048
(Principal office address)

6511 HILLVIEW LANE SACHSE, TX 75048
(Current mailing address)

8. ANY LAWFUL PURPOSE
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: A1A REGISTERED AGENT INC.

Office Address: 25 SE 2ND AVE. SUITE 1038

MIAMI, Florida 33131
(City) (Zip code)

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Paul Smith Vice President
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: GINGER WILLIFORD

Address: 6511 HILLVIEW LANE

SACHSE, TX 75048

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Ginger K. Williford, President*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. GINGER WILLIFORD, PRESIDENT
(Typed or printed name and capacity of person signing application)

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H 030000147162
Gwyn Shea
Secretary of State

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697

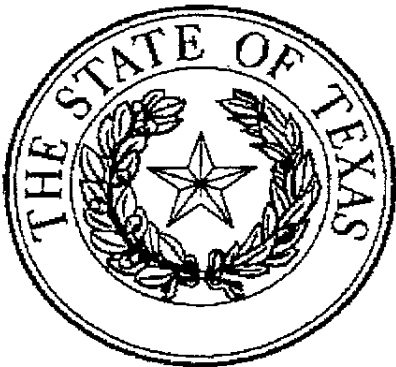


Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for HIGH TECH KIDS USA, INC. (filing number: 126035200), a Domestic Business Corporation, was filed in this office on February 22, 1993.

It is further certified that the entity status in Texas is active.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on January 08, 2003.



Gwyn Shea

Gwyn Shea
Secretary of State

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