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Florida Department of State
Division of Corporations
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TALLAHASSEE FLORIDA
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FLORIDA PROFIT CORPORATION OR P.A.

Mom's Place in Tampa, Inc.

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9/2/05

**ARTICLES OF INCORPORATION
OF
MOM'S PLACE IN TAMPA, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation for pecuniary profit under the provisions of Chapter 607 of the Florida Statutes, hereby makes, subscribes, acknowledges, and files the following Articles of Incorporation:

ARTICLE I - Name

The name of this corporation is Mom's Place In Tampa, Inc.

ARTICLE II - Duration and Commencement

This corporation shall have a perpetual existence, commencing on the date of the filing of these Articles by the Department of State.

ARTICLE III - Purpose

This corporation shall have the authority to engage in any lawful business authorized under the laws of the United States of America and the State of Florida, including, but not limited to, performing any and all acts whatsoever in order to implement the business purpose of this corporation.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 1,000 shares of common stock having a \$1.00 par value per share. These stocks shall be designated as common stocks.

ARTICLE V - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by a vote of the majority of the

shareholders, but shall never be less than one. The name and address of the initial directors of this corporation is as follows:

**Juan Pena
7876 W. 14th Court
Hialeah, Florida 33014**

**Maria Santana
7876 W. 14th Court
Hialeah, Florida 33014**

ARTICLE VI - Initial Registered Office and Agent

The name and address of the initial registered agent and the initial registered office is **Mariano R. Gonzalez, Esq., 8105 NW 155th Street, Miami Lakes, Florida 33016.**

ARTICLE VII - Principal Place of Business and Mailing Address

The principal place of business and mailing address of this corporation is: **4816 N. Dale Mabry Hwy., Tampa, Florida 33614.**

ARTICLE VIII - Bylaws

The bylaws of this corporation may be adopted, altered, amended or repealed by a majority of the shareholders.

ARTICLE IX - Indemnification

This corporation shall indemnify any officer, director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE X - Incorporator

The name and address of the person signing these Articles of Incorporation is: **Juan Pena, 7876 W. 14th Court, Hialeah, Florida 33014 Florida 33185.**

ARTICLE XI - Amendment

The Articles of Incorporation may be altered, amended, changed, rescinded or additional articles may be adopted by a majority vote of the shareholders of the corporation.

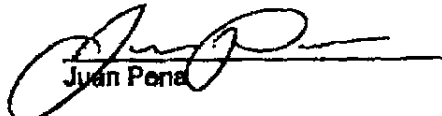
ARTICLE XII - Officers

The corporation shall have a president and secretary and may have additional and assistant officers, including, without limitation thereto, one or more vice-presidents, assistant secretaries, and assistant treasurers. A person may hold more than one office at one time. Such officers shall be elected by the board of directors. The board may remove any or all of the officers from office with or without cause and at such time as the board may determine. The names, addresses and positions of the persons who will serve as the initial officers of the corporation are as follows:

**Juan Pena
President
7876 W. 14th Court
Hialeah, Florida 33014**

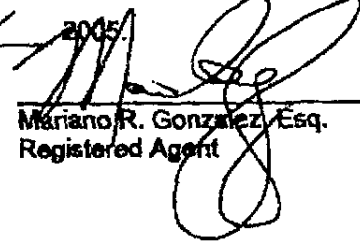
**Maria Santana
Secretary
7876 W. 14th Court
Hialeah, Florida 33014**

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 1st day of September, 2005.


Juan Pena

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in Article VI of these Articles of Incorporation, the undersigned person hereby agrees to act in this capacity, and further agrees to comply with the provision of all statutes relative to the proper and complete discharge of his duties.

DATED this 1st day of September, 2005.

Mariano R. Gonzalez, Esq.
Registered Agent

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