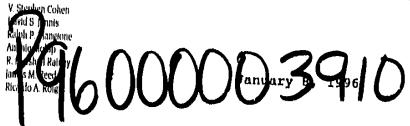
Williams Reed Weinstein Schiffino & Mangione PA



William J. Schifino, Jr. Scott J. Steady Russell S. Thomas Kenneth G. Turkel Beatriz M. Corto Wegman David B. Weinstein Robert V. Williams

<u>VIA AIRBORNE EXPRESS</u>

Secretary of State Division of Corporations Corporate Charter Section 409 E. Gaines Street Tallahassee, Florida 32399

EFFECTIVE DATE



Re: Brandon KidsPlay, Inc.

Dear Sir/Madam:

Attached are an original and one copy of the Articles of Incorporation for the above-referenced corporation. Please file these Articles and return a certified copy to our office.

Enclosed is a check in the amount of \$122.50 to cover expenses as follows:

FILING FEE \$35.00

REGISTERED AGENT FEE \$35.00

CERTIFIED COPY \$52.50

TOTAL \$122.50

If you have any questions regarding the enclosed documentation and the filing thereof, please contact our office by telephone. Your assistance in this matter is sincerely appreciated.

Very truly yours,

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JAN 0 9 1996

aminie Mohipup

WAN 1 1 1996] BSE

ARTICLES OF INCORPORATION OF BRANDON KIDSPLAY, INC.

FILED 96 JAN -9 PH 6: 52

The undersigned subscriber hereby files these AAUTELES FLORIDA Incorporation with the Secretary of State of the State of Florida, for the purpose of forming a corporation for profit in accordance with the Florida Business Corporation Act, Chapter 607 of the

ARTICLE ONE

NAME AND MAILING ADDRESS OF CORPORATION

The name of this corporation is Brandon KidsPlay, Inc. (he "Corporation"). The mailing address of the Corporation is One Tampa City Center, Suite 2600, Tampa, Florida 33602.

ARTICLE TWO CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of \$.10 par value common stock.

ARTICLE THREE CORPORATE EXISTENCE AND DURATION

The period of duration of the Corporation shall be perpetual commencing on the date of execution and acknowledgement of these

ARTICLE FOUR INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is One Tampa City Center, Suite 2600, Tampa, Florida 33602, and the initial registered agent is Aminie Mohip, Esq. Board of Directors may, from time to time, move the location of the registered office to any other address in Florida, and may, from time to time, change the registered agent of the Corporation.

ARTICLE FIVE NAME AND ADDRESS OF INCORPORATOR

The name and street address of the incorporator is Aminie Mohip, Esq., One Tampa City Center, Suite 2600, Tampa, Florida

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of January,

Incorporator

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 8th day of January, 1996, by Aminie Mohip, who is personally known to

My commission expires:

BILLI JOHNSON CRIFFIN HOTARY S Bonded By Service Ins No. CC353553 My Comm Exp. 4/02/98

Billi Johnson Griffin Notary Miblic - State of Morida

ACCEPTANCE BY REGISTERED AGENT

Aminie Mohip, having been designated to act as the registered agent of Brandon KidsPlay, Inc., hereby agrees to act in that

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