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TALLAHASSEE, FLORIDA

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\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

Quantum Kids Inc.

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DIVISION OF CORPORATION

Empire Toll Free: 1-800-432-3028

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**ARTICLES OF INCORPORATION**

of

QUANTUM KIDS, INC.

(name of corporation)

FILED  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

*ARTICLE I - CORPORATE NAME*

The name of the corporation is:

QUANTUM KIDS INC.

*ARTICLE II - DURATION*

This corporation shall exist perpetually unless dissolved according to Florida law.

*ARTICLE III - PURPOSE*

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

*ARTICLE IV - CAPITAL STOCK*

The corporation is authorized to issue FIFTY shares ( 50 ) of \$ 10.00 (TEN) Dollar(s) ( \$ 10.00 ) par value Common Stock, which shall be designated "Common Shares".

*ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT*

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	EDNA LEIDERMAN		
ADDRESS	200 LESLIE DR. #531		
CITY	HALLANDALE	FLORIDA	FL
ZIP	33009		

The principal office, if known, or the mailing address of the corporation is:

NAME	<del>FERNANDO MAGYAR</del> QUANTUM KIDS INC.		
ADDRESS	200 LESLIE DR. #531		
CITY	HALLANDALE	FLORIDA	FL
ZIP	33009		

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

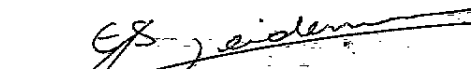
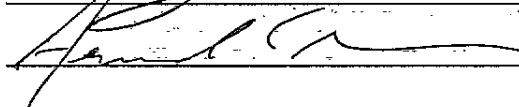
NAME	EDNA LEIDERMAN		
ADDRESS	200 LESLIE DR #531		
CITY	HALLANDALE	STATE	FL ZIP 33009
NAME	FERNANDO MAGYAR		
ADDRESS	200 LESLIE DR #531		
CITY	HALLANDALE	STATE	FL ZIP 33009
NAME			
ADDRESS			
CITY		STATE	ZIP

**ARTICLE VII - INCORPORATORS**

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	EDNA LEIDERMAN		
ADDRESS	200 LESLIE DR #531		
CITY	HALLANDALE	STATE	FL ZIP 33009
NAME	FERNANDO MAGYAR		
ADDRESS	200 LESLIE DR #531		
CITY	HALLANDALE	STATE	FL ZIP 33009
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 29<sup>TH</sup> day of APRIL, 1998.

  
 \_\_\_\_\_ (Seal)  
  
 \_\_\_\_\_ (Seal)  
 \_\_\_\_\_ (Seal)

CERTIFICATE AND KNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT  
OF

QUANTUM KIDS INC.

(name of corporation)

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98 APR 30 AM 10:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 200 LESLIE DR. # 531

HALLANDALE, FL 33009

has named EDNA LEIDERMAN

located at the aforesaid address, as its Registered Agent to accept service of process within  
this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated  
corporation at the place designated in this certificate, and being familiar with the obliga-  
tions of that position, I hereby accept to act in this capacity, and agree to comply with the  
provisions of Florida Law in keeping open said office.

ES. Leiderman

(registered agent)