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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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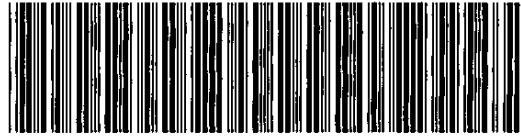
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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TL

HARPER, KYNES, GELLER & BUFORD, P.A.

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PIERRE M. VOGELBACHER
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PRACTICE IN CALIFORNIA
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BUSINESS LITIGATION LAW
CERTIFIED
CIRCUIT COURT MEDIATOR
MEMBER MILLION
DOLLAR ADVOCATES FORUM

OUR FILE #
10738/20565

August 7, 2007

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir/Madam:

Enclosed are an original and photocopy of an Application for the Registration of a Service Mark on behalf of Clothes To Kids, Inc. I have also enclosed three original brochures along with a check in the amount of \$87.50 for the filing fee.

It would be appreciated if you would process this Application and advise if any additional information is required.

Thank you for your assistance.

Yours truly,

HARPER, KYNES, GELLER & BUFORD, P.A.


PIERRE M. VOGELBACHER

PMV:dcm
Enclosures

cc: Clothes To Kids, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPLICATION FOR THE REGISTRATION OF A TRADEMARK OR SERVICE MARK
PURSUANT TO CHAPTER 495, FLORIDA STATUTES

TO: **Division of Corporations**
Post Office Box 6327
Tallahassee, FL 32314

PART I

1. (a) Applicant's name: Clothes To Kids, Inc.
- (b) Applicant's business address: 1059 N. Hercules Avenue
Clearwater, FL 33765
City/State/Zip
- If different, Applicant's mailing address: P.O. Box 184
Dunedin, FL 34697
City/State/Zip
- (c) Applicant's telephone number: (727) 441-5050
- Individual Corporation Joint Venture Limited Liability Company
 General Partnership Limited Partnership Union Other: _____

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2001 AUG 23 P 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- If other than an individual,
- (1) Florida registration/document number: N02000007536 (2) Domicile State: Florida
- (3) Federal Employer Identification Number: 141849798

2. (a) If the mark to be registered is a service mark, the services in connection with which the mark is used:
(i.e., furniture moving services, diaper services, house painting services, etc.)

To provide new and quality used clothing to low income school aged children
in Pinellas County, free of charge.

(b) If the mark to be registered is a trademark, the goods in connection with which the mark is used:
(i.e., ladies sportswear, cat food, barbecue grills, shoe laces, etc.)

(c) The specific way the mark is applied to the good(s) or used in advertising:(i.e., labels, decals, newspaper advertisements, brochures, etc.)

Business cards, brochures, magazine advertisements, newspaper advertisements,
decals, newsletters

d) The class(es) in which goods or services fall:
Class #45

PART II

1. Date first used by the applicant, predecessor, or a related company (must include month, day and year):

(a) Date first used anywhere: 9/30/2002 (b) Date first used in Florida: 9/30/2002

PART III

1. The mark to be registered is: (If logo/design is included, please give brief written description which must be 25 words or less.)

A woman putting jacket on child with child extending arms displaying jacket
with the slogan "Clothe a Child • Change a Life"

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English Translation _____

2. DISCLAIMER (if applicable)

NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE THE TERM "clothes and kids"
" APART FROM THE MARK AS SHOWN.

I, Marie McClung, as Director, being sworn, depose and say that I am the owner and the applicant herein, or that I am authorized to sign on behalf of the owner and applicant herein, and to the best of my knowledge no other person except a related company has registered this mark in this state or has the right to use such mark in Florida either in the identical form thereof or in such near resemblance as to be likely, when applied to the goods or services of such other person to cause confusion, to cause mistake or to deceive. I make this affidavit and verification on my/the applicant's behalf. I further acknowledge that I have read the application and know the contents thereof and that the facts stated herein are true and correct.

Clothes To Kids, Inc.

Typed or printed name of applicant

Marie McClung
Applicant's signature
(List name and title) Marie McClung, Director

STATE OF Florida

COUNTY OF Pinellas

On this 08th day of AUGUST, 2007, Marie McClung, as Director
appeared before me, personally

who is personally known to me whose identity I proved on the basis of _____

(Seal)

Crystal Luntsford
Notary Public Signature

CRYSTAL LUNTSFORD
Notary's Printed Name

My Commission Expires: 1/10/09



FILING FEE: \$87.50 per class

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Clothes To Kids, Inc.

Typed or printed name of applicant

Marie McClung
Applicant's signature
(List name and title)

Marie McClung, Director

STATE OF Florida

COUNTY OF Pinellas

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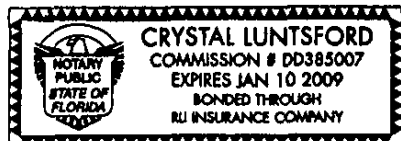
who is personally known to me whose identity I proved on the basis of _____

Crystal Luntsford
Notary Public Signature

CRYSTAL LUNTSFORD
Notary's Printed Name

(Seal)

My Commission Expires: 1/10/09



FILING FEE: \$87.50 per class