

SUZANNE WORRALL GREEN, P.A.
ATTORNEY AT LAW
4300 MARSH LANDING BLVD., SUITE 203
JACKSONVILLE BEACH, FLORIDA 32250
Telephone: (904) 280-8770

August 23, 2007

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

VIA FEDERAL EXPRESS

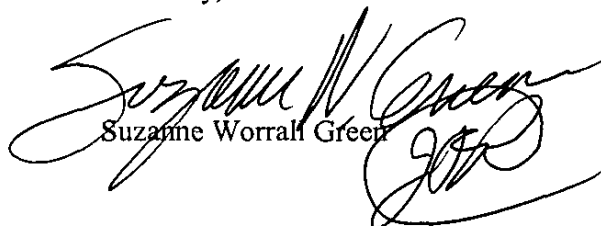
Re: SAND-A-BABY DESIGNS, INC.

Gentlemen:

Enclosed are an original and two copies of the Articles Of Incorporation for the above name corporation and a check for \$87.50 for the Filing Fee, Certified Copy and Certificate of Status.

Please return the various documents to my office.

Sincerely,


Suzanne Worrall Green

SWG/rj

ARTICLES OF INCORPORATION

OF

SAND-A-BABY DESIGNS, INC.

FILED

2007 AUG 28 P 12: 37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is SAND-A-BABY DESIGNS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business is 119 Solano Cay Cir., Ponte Vedra Beach, FL 32082 and its mailing address is 119 Solano Cay Cir., Ponte Vedra Beach, FL 32082.

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is:

- (a) To engage in any activity lawful under the laws of the State of Florida and of the United States of America.
- (b) To invest the funds of this Corporation in real estate, mortgages, stocks, bonds or any other type of investment for the furthering of the activities set forth in Paragraph (a).
- (c) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objectives or the furtherance of any of the proposes enumerated in these *Articles of Incorporation* or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and; in general, either alone or in association with other corporations, firms,

partnerships, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objectives or the furtherance of such purposes or objects of this Corporation.

- (d) The foregoing paragraphs shall be construed as enumerating both objects and purposes of this Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this Corporation otherwise permitted by law.

ARTICLE IV - SHARES

This Corporation is authorized to issue 100,000 shares of common stock.

ARTICLE V - INITIAL OFFICERS AND/OR DIRECTORS

The initial Officers and Directors of the corporation are:

Karen Sandoval
119 Solano Cay Cir.,
Ponte Vedra Beach, FL 32082

President & Director

Angela Jean Sandoval-Meuse
382 South Fig Tree Lane
Plantation, FL 33317

Vice-President & Director

Avita Therese Sandoval-Beatty
12-C Ponte Vedra Court
Ponte Vedra Beach, FL 32082

Secretary/Treasurer & Director

ARTICLE VI - REGISTERED AGENT

The name and Florida street address of the registered agent is:

Karen Sandoval
119 Solano Cay Cir.,
Ponte Vedra Beach, FL 32082

ARTICLE VII - INCORPORATOR

FILED

The name and address of the incorporator is:


Karen Sandoval
119 Solano Cay Cir.,
Ponte Vedra Beach, FL 32082

2007 AUG 28 P 12: 37

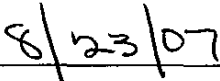
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII -AMENDMENTS

The right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto is conferred upon the shareholders. Any amendment of the Articles of Incorporation or of the Bylaws shall require a vote of 65% of the shareholders.



Signature Incorporator

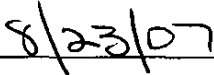


Date

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature Registered Agent



Date