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WALTER B. SHURDEN, III
Attorney at Law
611 Druid Road East, Suite 512
Clearwater, Florida 33756

Tel: 727-443-2708

Fax: 727-461-2433

April 2, 2002

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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***125.00 ***125.00

RE: THEKIDSSSTOP.COM, LLC

Dear Sir or Madam:

W02-9689

Enclosed is an original and one (1) copy of the Articles of Organization for the above referenced limited liability company, along with a check in the amount of \$125.00 for the filing fee.

Please return to this office, the original recorded Articles for the limited liability company record book. These Articles are to be effective April 1, 2002.

Thank you for your prompt assistance in this matter.

Yours very truly,

Walter B. Shurden

Walter B. Shurden

Enclosures

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DIVISION OF CORPORATIONS
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Sp



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 5, 2002

WALTER B. SHURDEN
WALTER B. SHURDEN, P.L.
611 DRUID ROAD EAST, SUITE 512
CLEARWATER, FL 33756

SUBJECT: THEKIDDSTOP.COM, LLC
Ref. Number: W02000009689

We have received your document for THEKIDDSTOP.COM, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your cover letter requests an effective date of April 1, 2002, but your articles do not list an effective date. In order to be filed with an effective date, that date must be made part of the original articles. Please add this information to your articles, or return your document unchanged and we will file it as of the date we received it, April 4, 2002.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 402A00020240

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WALTER B. SHURDEN, P.L.

Attorney at Law
611 Druid Road East, Suite 512
Clearwater, Florida 33756

Tel: 727-443-2708

Fax: 727-461-2433

April 15, 2002

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: THEKIDSSTOP.COM, LLC

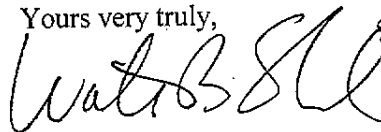
Dear Sir or Madam:

We are in receipt of your letter dated April 5, 2002 (copy attached) and are returning our Articles unchanged for filing as of the date of your original receipt which was April 4, 2002.

Please note that in your correspondence the name of the LLC was misspelled in that you spelled it "THEKIDDSTOP.COM, LLC" when it should be spelled "THEKIDSSTOP.COM, LLC". Please change your records accordingly.

Thank you for your prompt assistance in this matter.

Yours very truly,



Walter B. Shurden

Enclosures

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ARTICLES OF ORGANIZATION

OF

TheKidsStop.com, LLC.

a Florida Limited Liability Company

**ARTICLE I
NAME**

The name of this Limited Liability Company is TheKidsStop.com, LLC (the "Company").

**ARTICLE II
ADDRESS**

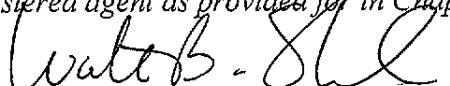
The mailing and street address of the Company 's principal place of business is 1804 Nebraska Avenue, Palm Harbor, FL 34683.

**ARTICLE III
REGISTERED AGENT, REGISTERED OFFICE, AND REGISTERED AGENT'S
SIGNATURE**

The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida. The name and Florida street address of the initial registered agent are:

Walter B. Shurden, Esquire
611 Druid Road East, Suite 512
Clearwater, Florida 33756

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



Registered Agent's Signature

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**ARTICLE IV
MANAGEMENT**

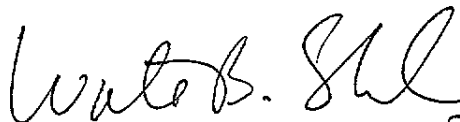
The Limited Liability Company shall be managed by the members.

**ARTICLE V
WRITTEN OPERATING AGREEMENT**

Any operating agreement entered into by the members of the Limited Liability Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Limited Liability Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written operating agreement of the Limited Liability Company, as amended and in existence from time to time.

THESE ARTICLES OF ORGANIZATION have been executed by the undersigned member or authorized representative of the member this 2nd day of April, 2002.

AUTHORIZED REPRESENTATIVE
FOR MEMBER FRANK STEFAN WAGNER:



WALTER B. SHURDEN

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FILED
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