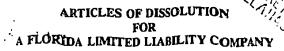
1600000132 **Decument Number Only**

900002087239--7 -02/13/97--01107--001 ******52.50 ******52.50 C T CORPORATION SYSTEM Requestor's Name 660 East Jefferson Street Address 32301 Tallahassee, Florida Phone Zip City State **CORPORATION(S) NAME** () Profit () NonProfit () Amendment () Merger () Limited Liability Company & Dissolution/Withdrawal () Foreign () Mark (LC. ` () Other () Limited Partnership) Annual Report () Reinstatement () Reservation () Change of R.A. () Limited Liability Partnership () Fictitious Name () Photo Copies () Certified Copy () CUS () After 4:30 () Call if Problem () Call When Ready Pick Up **⇔**Walk In () Will Wait) Mail Out Name Availability PLEASE RETURN EXTRA COPY(S) FILE STAMPED Document 2/4/97 Examiner Updater Dissolution 2/5/97 Variller Acknowledgment W.P. Veriller

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	ARTICLES OF DISSOLUTION TO A STATE OF THE ST
	ARTICLES OF DISSOLUTION FOR A FLORIDA LIMITED LIABILITY COMPANY
1.	The name of the limited liability company is <u>Baby Superstore Enterprises of Florida, L.C. (the "Company")</u>
2.	The effective date of the limited liability company's dissolution is February 4, 1997
3.	A description of the occurrence that resulted in the limited liability company's dissolution pursuant to Section 608.441, Florida Statutes (copy of 608.441 on back of cover letter).
	As a result of the merger of Baby Superstore Products, Inc., a South Carolina corporation and wholly owned
	subsidiary of Baby Superstore, Inc., with and into Baby Superstore, Inc., a South Carolina corporation, on February 3,
	1997, the Company has only one member, Baby Superstore, Inc. Pursuant to the Regulations of the Company and
	Section 608.441(1)(d), Florida Statutes, when a limited liability company has fewer than two members, such limited
	liability company shall be dissolved. Therefore, in accordance with Section 608,441(1)(d), the Company has dissolved.
4.	CHECK ONE:
	All debts, obligations and liabilities of the limited liability company have been paid or discharged -OR-
X	Adequate provision has been made for the debts, obligations and liabilities pursuant to 608.4421
5.	All remaining property and assets have been distributed among its members in accordance with their respective rights and interests
6.	CHECK ONE:
	There are no suits pending against the company in any court
X	-OR- Adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending suit.
Signatu	re of all members:
Signatu	Typed or Printed name
<u></u>	Baby Superstore, Inc.
	by: Louis Lipechitz title: Executive Vice President

and Chief Financial Officer