

LAW OFFICES

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PO0000003428

January 3, 2000
Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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*****78.85 *****78.75

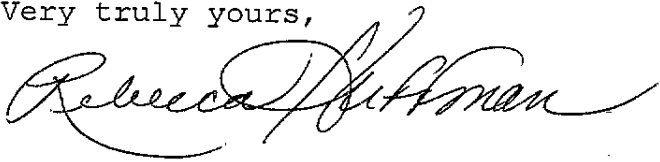
Re: **THE KID'S STATION, INC.**

Gentle-persons:

Enclosed please find the Articles of Incorporation for the following corporation, **THE KID'S STATION, INC.**, together with the Statement of Acceptance as Registered Agent and an extra copy for stamping and return. Also enclosed is my check in the amount of \$78.85 for the filing fees and for a Certificate in Good Standing. If there is anything further you require, please advise.

Your prompt attention is appreciated.

Very truly yours,



Rebecca Huffman,
Paralegal

RH/r

Enclosures

FILED
2000 JAN -5 PM 5:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. Howell JAN 11 2000

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2000 JAN -5 PM 5:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

THE KID'S STATION OF SOUTH FLORIDA , INC.

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

ARTICLE I. NAME

The name of the corporation shall be:

THE KID'S STATION OF SOUTH FLORIDA, INC.

The principal place of business of this corporation shall be 5335 N. Military Trail, West Palm Beach, Florida 33409.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 4013 Temple Street, West Palm Beach, Florida 33407, and the name of the initial registered agent of the corporation at that address is VERONA HAGANS MATTHEWS.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. DIRECTORS

This corporation shall have two (2) Directors, initially. The name and address of the Director is:

Verona Hagans Matthews, CEO & Pres.
4013 Temple Street
West Palm Beach, 33407

Frank Ronald Matthews, Vice President
4013 Temple Street
West Palm Beach, 33407

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Verona Hagans Matthews
5335 N. Military Trail
West Palm Beach, FL 33409

IN WITNESS WHEREOF, the undersigned, Verona Hagans Matthews,
has hereto set her hand and seal on this 28th day of November 1999.

By: Verona Hagans Matthews
Verona Hagans Matthews.

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me in the
County and State aforesaid, this 23rd day of November 1999 by
Verona Hagans Matthews, who is known to me to be the person in and
who has executed the foregoing instrument and who has produced a
Florida Driver's License as identification and who has/has not
taken an oath.

Cynthia J. Matthews
Notary Public, State of Florida



Cynthia J. Matthews
MY COMMISSION # CC672082 EXPIRES
October 24, 2001
BONDED THRU TROY FAIN INSURANCE INC.

FILED

2000 JAN -5 PM 5:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATEMENT OF ACCEPTANCE AS REGISTERED AGENT

In pursuance of Chapter 607. of the Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that **THE KID'S STATION OF SOUTH FLORIDA, INC.**, a Florida corporation with its principal office at 5335 N. Military Trail, West Palm Beach, FL 33409 has appointed at **VERONA HAGANS MATTHEWS** as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505 Florida Statutes.

Dated: November 23, 1999

By: Verona Hagans Matthews
VERONA HAGANS MATTHEWS,
Registered Agent