

P000000/5507

January 29, 2000

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

700003126117--8
-02/07/00--01118--004
*****78.75 *****78.75

Re: Articles of Incorporation for Wee Play!

Dear Sir/Madam:

Enclosed for filing is an original and one copy of the properly executed Articles of Incorporation of Wee Play!, Inc. Also enclosed is our check in the amount of \$78.75, made payable to the Florida Secretary of State, for the filing fees and certified copy.

Please return the "Filed" copy of the Articles of Incorporation to us in the enclosed self-addressed, stamped envelope.

If you have any questions, please call.

Sincerely yours,

By: Darlene Wagner
Darlene Wagner

Enclosures

ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopted the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of the corporation shall be:

Wee Play!, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Wee Play!, Inc.
8812 Old County Road 54
New Port Richey, FL 34654

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Kevin Wagner
3637 Sarazen Drive
New Port Richey, Florida 34655

ARTICLE V - INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Darlene Wagner
3637 Sarazen Drive
New Port Richey, Florida 34655

Kimber Moore
1366 Blue Lake Court
Tarpon Springs, Florida 34689

The undersigned incorporators have executed these Articles of Incorporation this 21 day of

January, 2000.

Darlene Wagner

DARLENE WAGNER

Kimber K. Moore

KIMBER MOORE

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Wee Play!, Inc.
8812 ^{Old County} Road 54 New Port Richey, FL

2. The name and address of the registered agent and office is:

Kevin Wagner

(NAME)

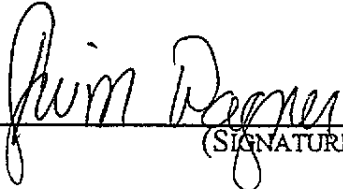
3637 Sarazen Drive

(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

New Port Richey, FL 34655

(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation 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.



(SIGNATURE)

1-22-00

(DATE)