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CHUCK MOGBO, P.A. 2800 W. OAKLAND PARK BOULEVARD, SUITE #209 OAKLAND PARK, FL 33311 TELE: (954) 739-4669 OR (54) 739-1966

March 21, 2000

800003180678---1 -03/22/00--01108--007 *****78.75 *****78.75

Department of State Division of Corporations 406 East Gains Street Tallahassee, Fl 32399

Dear Sirs,

RE: CRADLES TO CREATIVITY, INC.

Enclosed is Articles of Incorporation along with a check for \$78.75 for incorporation with the State of Florida. Upon completion, please return in the attached return Airborne Express envelop.

If I can be of further assistance, please call me at (954) 739-4669 or (954) 739-1966.

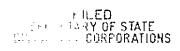
Respectfully Yours,

Chuk Mogbo, P.A.
Chuck Mogbo, P.A.

Encl. Airbill

No: 1763655154

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ARTICLES OF INCORPORATION

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FOR

CRADLES TO CREATIVITY, INC.

The undersigned incorporate(s), for the purpose of forming a corporation under the Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE 1- NAME

The name of the corporation shall be: CRADLES TO CREATIVITY, INC.

ARTICLE II- PRINCIPAL OFFICE

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

1577 Sunset Strip Sunrise, Fl 33313

ARTICLE III- CAPITAL STOCK

The number of share of stock that this corporation is authorized to have outstanding at any one time is:

100,000 SHARES HAVING A PAR VALUE OF ONE DOLLAR (\$1.00) PER SHARE. THE CONSIDERATION TO BE PAID FOR EACH SHARE OF STOCK SHALL BE FIXED BY THE BOARD OF DIRECTORS.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

CHUCK MOGBO, P.A. 2800 W.OAKLAND PARK BLVD., SUITE 209 OAKLAND PARK, FL 33311 (954) 739-4669

ARTICLE V - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Laura Riney 1849 NW 58th Avenue Lauderhill, Fl 33313

ARTICLE VI - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other State, County, Territory or Nation.

ARTICLE VII- TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII- OFFICERS

The name(s) and post office address(es) of the members of the Board of Directors and officer(s) who shall hold office for the corporation is (are) as follows:

LAURA RINEY/PRESIDENT 1849 NW 58TH AVENUE LAUDERHILL, FL 33313

ARTICLE IX - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE X - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

ARTICLE XI - 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 already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

FILED
DIVISION OF CORPORATIONS
OF TARY OF STATE
DIVISION OF CORPORATIONS
OF TARY OF STATE

CERTIFICATE OF DESIGNATION REGISTERED/AGENT REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501, Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

The name of the corporation is: <u>CRADLES TO CREATIVITY</u>, INC.

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

CHUCK MOGBŌ, P.A. 2800 W. OAKLAND PARK BOULEVARD SUITE #209 OAKLAND PARK, FL 33311

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 AGRE 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: CHUCK MOGBO/PRESIDENT

DATE: 3/21/00

CRADLES TO CREATIVITY, INC. 3/200