

TRANSMITTAL LETTER

P00000033650

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

300003149463--3  
-02/28/00--01095--014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

H/3

SUBJECT: EVERYTHING KID.COM INCORPORATED  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: THOMAS E. DILLON  
Name (Printed or typed)

1306 ABBEY CRESENT LANE  
Address

Clearwater, FL. 33759  
City, State & Zip

727-712-1212  
Daytime Telephone number

FILED  
2000 APR -3 PM 4: 01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

OR H/3

W-6118



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 8, 2000

THOMAS E. DILLON  
1306 ABBEY CRESENT LANE  
CLEARWATER, FL 33759

SUBJECT: EVERYTHINGKID.COM INC.  
Ref. Number: W00000006118

We have received your document for EVERYTHINGKID.COM INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A corporation can have only one registered agent listed, and only one signature.

Please return the original and one copy of 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) 487-6925.

Angela Revell  
Document Specialist

Letter Number: 800A00012683

FILED

2000 APR -3 PM 4: 01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
EVERYTHINGKID.COM, INC.,  
A Florida Corporation**

The undersigned incorporator, SHERI L. RICHARDSON, a natural person competent to contract, and with the consent of the owners, officers, and directors of the corporation created hereby, present these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes.

**ARTICLE I - NAME**

The name of this corporation is *EverythingKid.com, Inc.*, a Florida corporation.

**ARTICLE II - PRINCIPAL OFFICE**

The address of the principal office of the corporation is 1306 Abbey Crescent Lane, Clearwater, Florida 33759.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida and the laws of the United States.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue one million (1,000,000) shares of \$1.00 par value common stock.

**ARTICLE V - TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE VI - RESTRICTIONS ON TRANSFER OF STOCK**

Unless waived by written agreement among this corporation and its shareholders, shares held by persons receiving shares in the initial issue of stock in this corporation may not be resold to other persons unless such shares are first offered to this corporation, and if not so purchased, then to the other shareholders at the price and terms identical to the proposed sale to a third person. The restrictions contained in this Article VI may be modified by a separate written agreement among the corporation and the shareholders receiving shares in the initial issuance of stock of the corporation.

**ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial registered office of this corporation shall be 1306 Abbey Crescent Lane, Clearwater, Florida 33759. The name of the initial registered agent of this corporation at that address is Sheri L. Richardson.

**ARTICLES VIII - BOARD OF DIRECTORS**

A Board of Directors consisting of a minimum of one director and a maximum set by the Bylaws shall manage the business of the Corporation. The number of directors may be either increased or diminished from time to time by the Bylaws of this corporation.

**ARTICLES IX – INCORPORATOR**

The name and address of the persons signing these Articles are:

Sheri L. Richardson  
1306 Abbey Crescent Lane  
Clearwater, Florida 33759

**ARTICLE X – COMMENCEMENT OF CORPORATE EXISTENCE**

The date for commencement of this corporation's existence shall be the date these Articles of Incorporation are filed with the Secretary of State of Florida.

**ARTICLE XI – BYLAWS**

The Board of Director(s) of the Corporation shall have power, without the assent of vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such actions shall be necessary to take any actions for the making, alteration, amendment or repeal of the Bylaws.

**ARTICLE XII – AMENDMENT**

This corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or here after prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation on the 30th day of March, 2000.

**INCORPORATOR:**

  
Sheri L. Richardson

**ACCEPTANCE BY REGISTERED AGENT**

*I DO HEREBY accept the foregoing designation as registered agent of EVERYTHINGKID.COM, INC. Further, I am familiar with and accept the duties and obligations of such designation.*

  
Sheri L. Richardson

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2000 APR -3 PM 4: 01

FILED