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TRANSMITTAL LETTER

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

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-04/07/00--01077--009
*****70.00 *****70.00

SUBJECT: Carone's Tumble Tots Inc.

Proposed Corporate Name

2266 Wood St.

Sarasota, FL 34237

Mailing Address: 7315 Midnight Pass Rd., Sarasota, FL 34242

Enclosed is an original and one copy of the Articles of Incorporation, a designation of registered agent, and a check for \$70.00. Please return one copy of the Articles stamped with the filing date.

FROM:

Carone Suttle

Name (print or type)

2266 Wood St.

Address

Sarasota, FL 34237

City, State, Zip

941 365-0954

Area Code and Phone Number (Daytime)

FILED
TALLAHASSEE, FLORIDA

00 APR -7 AM 9:11

FILED

CC
4-13-00

ARTICLES OF INCORPORATION OF

Carone's Tumble Tots, Inc.

(Name of Corporation)

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

ARTICLE 1: NAME

The name of the corporation shall be: Carone's Tumble Tots, Inc.

ARTICLE 2: PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be (give street address and zip code): 2266 Wood St., Sarasota, FL 34237

Mailing Address: 7315 Midnight Pass Rd., Sarasota, FL 34242

ARTICLE 3: SHARES

All stock issued by this Corporation shall be common voting stock of a single class. The number of shares of stock that this corporation is authorized to have outstanding at any time is: 100

ARTICLE 4: INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent is Carone Suttle

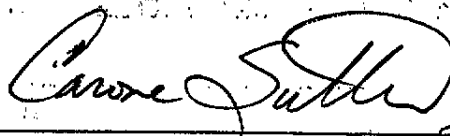
whose registered office is located at the place of business stated in Article 2 above.

ARTICLE 5: INCORPORATOR

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

Carone Suttle
2266 Wood St.
Sarasota, FL 34237

The undersigned incorporator has executed these Articles of Incorporation this 4
Day of April, 2000.



Signature

Articles of Incorporation

Filing Fee — \$35.00

FILED
APR - 7 AM 9:18
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to Florida law, 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/professional association is: Carone's Tumble Tots, Inc.

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

Carone Suttle

Full name


2266 Wood St.

Address (P.O. Box *not* acceptable)

Sarasota, FL 34237

City, State, and 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 OF REGISTERED AGENT

April 4 - 2000

DATE

Designation of Registered Agent
Filing Fee — \$35.00

FILED
00 APR - 7 AM 9:18
TALLAHASSEE, FLORIDA