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BRIAN W. BROAD, P.A.

ATTORNEY AT LAW

1300 NORTH FEDERAL HIGHWAY, SUITE 107

BOCA RATON, FLORIDA 33432

FLORIDA & NEW YORK BARS

561 - 394 - 2321

June 19, 2000

Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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*****70.00 *****70.00

RE: Third Child, Inc.


Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation and Certificate of Designation Registered Agent/Registered Office, together with a check payable to the Secretary of State in the amount of \$70.00.

In addition, enclosed please find a self-addressed, stamped envelope for your convenience and return of a copy of the Articles, as filed.

In the event of any questions or comments, please do not hesitate to call. Thank you for your cooperation in this matter.

Sincerely,



Brian W. Broad

Bb/third child/ltrartel

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 21 PM 6:12

6/23/00

00 JUN 21 PM 6:12

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is: Third Child, Inc.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:

1300 N. Federal Highway, Suite 107
Boca Raton, Florida 33432

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 200 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1300 N. Federal Highway, Suite 107, Boca Raton, Florida 33432 and the name of the initial registered agent of this corporation at that address is Brian Broad.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) Directors to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation. The name and address of the initial Directors are:

Brian Broad

Larry Geller

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUN 21 PM 6:12

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Brian Broad
1300 N. Federal Highway, Suite 107
Boca Raton, Florida 33432

ARTICLE VIII - INDEMNIFICATION


The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Date: 6/19/00


Brian Broad, Incorporator

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.

Date: 6/19/00


Brian Broad, Registered Agent