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Requestor's Name

Address

City

State

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Phone

CORPORATION(S) NAME

ICmyKids.com, Inc.

RECEIVED
00 JUL 20 AM 9:20
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
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| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Pick-Up | <input type="checkbox"/> Mail Or |



Empire Toll Free: 1-800-432-3028

FILED
00 JUL 20 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

July 14, 2000

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: ICMYKids.com, Inc.

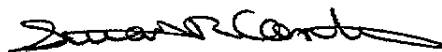
Gentlemen:

Enclosed please find the original and two copies of Articles of Incorporation, together with my check in the amount of \$70.00.

This represents the cost of the filing fees, copy of Articles of Incorporation and fee for registered agent designation for the above named corporation.

Please mail the corporate kit to Stuart R Cantin at 4474 Weston Road, #122, Davie, Florida 33331.

Very truly yours,



ARTICLES OF INCORPORATION

of

ICMyKids.com, Inc.

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00 JUL 20 PM 2:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

ICMyKids.com, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue *one thousand (1000)* ~~SIX HUNDRED~~ shares ~~(600)~~ of One Dollar(s) (\$1) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPLE OFFICE

The name and street address of the Principal office and Initial Registered Agent of this Corporation is:

Stuart R Cantin
4474 Weston Road #122
Davie, FL 33331

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two, director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Stuart R Cantin
4474 Weston Road #122
Davie, FL 33331

Todd M Russo
4474 Weston Road #122
Davie, FL 33331

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation are as follows:

Stuart R Cantin
4474 Weston Road #122
Davie, FL 33331 NAME


(Incorporator)

**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

ICMyKids.com, Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 4474 Weston Road #122, Davie, Florida 33331 has named Stuart R Cantin, located at the aforesaid address, as its Registered Agent to accept service of process within this state. The principal and mailing address of the corporation is the same as the registered agent.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(registered agent)

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TALLAHASSEE FLORIDA