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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 782467 147847A

AUTHORIZATION : *Patricia Pugh*

COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG - 1 PM 12:55

ORDER DATE : July 31, 2000

ORDER TIME : 4:57 PM

ORDER NO. : 782467-005

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CUSTOMER NO: 147847A

CUSTOMER: Scott Alan Salomon, Esq
Scott Alan Salomon, Esq.

2417 North University Drive
Coral Springs, FL 33065

DOMESTIC FILING

NAME: KIDS SOURCE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY -
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133
EXAMINER'S INITIALS:

RECEIVED
00 AUG - 1 AM 8:56
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
FALMASCHE, FL 32004

J 8/1/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
KIDS SOURCE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

KIDS SOURCE, INC.

The address of the principal office of this corporation shall be 3341 North 34th Street, Hollywood, Florida 33021, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2417 North University Drive, Coral Springs, Florida 33065, and the name of the initial registered agent of the corporation at that address is Scott A. Salomon.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Mindy Peroff	3341 North 34th Street
Dir./Pres./Sec./Treas.	Hollywood, Florida 33021

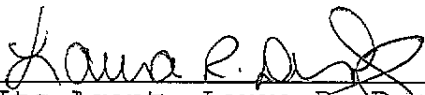
ARTICLE VII. INCORPORATOR.

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company, on August 1, 2000.

CORPORATION SERVICE COMPANY

By: 
Its Agent, Laura R. Dunlap

ACG/jkg

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ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Scott A. Salomon, an individual residing in this
state, having a business office identical with the registered
office of the corporation named below, and having been
designated as the Registered Agent in the above and foregoing
Articles of Incorporation of:

KIDS SOURCE, INC.

Scott A. Salomon is familiar with and accepts the
obligations of the position of Registered Agent under Section
607.0505, Florida Statutes.

By: 

Typed Name: Scott A. Salomon

ebc