



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 806406 : 11051A

AUTHORIZATION :

COST LIMIT : \$ 78.75

00 AUG 22 PM 2:02

FIELD
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ORDER DATE : August 22, 2000

ORDER TIME : 11:04 AM

ORDER NO. : 806406-005

CUSTOMER NO: 11051A

CUSTOMER: Betsy Courant, Legal Asst
Hunt Cook Riggs Mehr & Miller,
Pa
Suite 401
2200 Corporate Boulevard N.w.
Boca Raton, FL 33431

DOMESTIC FILING

NAME: BAKER CHILDREN GROUP, INC.

100003367511--6

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1169

EXAMINER'S INITIALS:

RECEIVED
00 AUG 22 PM 12:41
DIVISION OF CORPORATIONS
RECEIVED
00 AUG 22 PM 12:41
DIVISION OF CORPORATIONS

EFFECTIVE DATE

8/21/00

ARTICLES OF INCORPORATION

FOR

BAKER CHILDREN GROUP, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 AUG 22 PM 2: 02

The undersigned, acting as incorporator under the Florida Business Corporation Act, adopts the following Articles of Incorporation for **BAKER CHILDREN GROUP, INC.**

1. The name of the corporation is **BAKER CHILDREN GROUP, INC.**
2. The principal office of the corporation is: 10475 Caine Circle, Delray Beach, Florida 33446., and the mailing address shall be the same.

3. The corporation shall have authority to issue 7500 shares of stock, all of one class with a par value of \$.10 per share.

4. The corporation's initial registered office is: 2200 Corporate Boulevard, N.W., Suite 401, Boca Raton, Florida 33431. The name of the corporation's initial registered agent at this office is HCRM Corp.

5. The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States or Florida.

6. The name and address of the incorporator is:

Name

Address

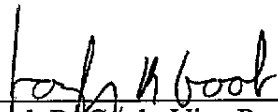
HCRM Corp.

2200 Corporate Boulevard, N.W.
Suite 401
Boca Raton, Florida 33431

7. The effective date of the corporate existence pursuant to section 607.0203 of the Florida Statutes shall be August 21, 2000, provided such date is within five (5) business days prior to the date of filing.

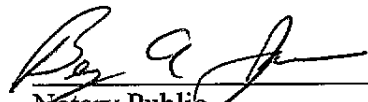
Executed and subscribed at Boca Raton, Florida on August 21, 2000.


HCRM Corp., as Incorporator

By: 
Joseph R. Cook, Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of **BAKER CHILDREN GROUP, INC.** were acknowledged before me by Joseph R. Cook, Vice President of HCRM Corp., who is personally known to me and who did not take an oath, on this 21st day of August, 2000, on behalf of HCRM Corp.


Notary Public
My commission expires:
Printed Name:

 Benjamin A. Jablow
My Commission CC760191
Expires September 21, 2002

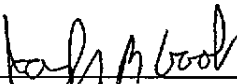
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Acceptance of Registered Agent

00 AUG 22 PM 2: 02


HCRM CORP. hereby accepts the above appointment as registered agent of **BAKER CHILDREN GROUP, INC.** and acknowledges that it is familiar with the obligations of that position.


HCRM CORP.

By: 
Joseph R. Cook, Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Acceptance of Registered Agent was acknowledged before me by Joseph R. Cook, as Vice President of HCRM Corp., who is personally known to me and who did not take an oath, on this 21st day of August, 2000, on behalf of the Corporation.


Notary Public
My commission expires:
Printed Name:

 Benjamin A. Jablow
My Commission CC780191
Expires September 21, 2002