CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

13NDhips Inc.

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	Art of Inc. File
	LTD Partnership File
	Foreign Corp. File
	L.C. File
	Fictitious Name File
	Trade/Service Mark
	Merger File
	Art of Amend File
	RA Resignation
	Dissolution / Withdrawal
	Annual Report / Reinstatement
	Cert. Copy
	Photo Copy
	Certificate of Good Standing
	Certificate of Status 2
	Certificate of Fictitious Name
	Corp Record Search
	Officer Search
	Fictitious Search
Signature	Fictitious Owner Search
Signature	Vehicle Search 0 7 2001
	Vehicle Search Driving Record Driving Record
Requested by:	UCC 1 or 3 File
150 2/7/01 12:38	UCC 11 Search
Name Date Time	UCC 11 Retrieval
Walk-In Will Pick Up	Courier

ARTICLES OF INCORPORATION

of

USNDKIDS, INC.

The undersigned Incorporator for the purpose of forming a corporation under Chapter 607
Florida Statutes, hereby adopt the following Articles of Incorporation:

ARTICLE I- NAME AND ADDRESS

The name of this corporation is USNDKIDS, INC. The business mailing address of the corporation is Post Office Box 1283, Frostproof, Florida 33843.

ARTICLE II - DURATION

The duration of the corporation is perpetual.

ARTICLE III - SHARES OF STOCK

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1,000). Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any business that a corporation may engage in under the laws of the State of Florida.

<u>ARTICLE V - INITIAL SUBSCRIBER</u>

The initial subscriber to these Articles of Incorporation is ARLENE P. GOODWIN, whose address is 322 Flippin Schoolhouse Road, Atwood, Tennessee 38220.

ARTICLE VI - OFFICERS AND DIRECTORS

The name and address of the Director(s), and Officer(s) of the corporation is/are:

Arlene P. Goodwin Director/President 322 Flippin Schoolhouse Road Atwood, Tennessee 38220 100% Shareholder

The Officers and Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one.

ARTICLE VII - BYLAWS

The Bylaws of the corporation shall be made by the Initial Subscriber. The Bylaws shall be adopted and may be amended in accordance with the procedure set forth in the Bylaws.

ARTICLE VIII - AMENDMENTS

The Articles of Incorporation of the corporation may be amended by resolution of the Board of Directors, approved by the members of the corporation, as provided in the Bylaws of the corporation.

ARTICLE IX - RESIDENT OFFICE AND REGISTERED AGENT

The Resident Office and the Registered Agent of the corporation shall be, BUDDY IS
FORD, ESQUIRE, 115 N. MacDill Avenue, Tampa, FL 33609.

The undersigned subscriber has executed these Articles of Incorporation this day of August, 2000.

ARIENE P GOODWIN

STATE OF Jenusce COUNTY OF Mileson

SWORN to and SUBSCRIBED before me, this 30th day of January, 2001, by ARLENE P. GOODWIN who is personally known to me or has produced ______ as identification and who did take an oath.

NOTARY PUBLIC:

State of Tennessee at Large (Seal)

My Commission Expires:

My Commission Number:

CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of section 607.0501, Florida Statutes, the mentioned 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 is USNDKIDS, INC.
- 2. The name and address of the registered agent and office is Buddy D. Ford, Esquire, 115 N. MacDill Avenue, Tampa, Florida 33609.

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.

BUDDY D. FORD, ESQUIRE 115 N. MacDill Avenue Tampa, Florida 33609 (813) 877-4669

