Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

300003850263--6 -03/13/01--01044--012 *****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

S70.00 Filing Fee

\$78.75

Filing Fee & Certificate of Status \$78.75

Filing Fee & Certified Copy **\$**87.50 Filing Fee,

Certified Copy

& Certificate of

Status

ADDITIONAL COPY REQUIRED

954-370-8809 Daytime Telephone number

NOTE: Flease provide the original and one copy of the article

ARTICLES OF INCORPORATION

OF

CAROUSEL KIDS, INC.

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

OI MAR 13 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FI OR ID.

ARTICLE I. NAME

The name of the corporation shall be:

CAROUSEL KIDS, INC.

The principal place of business of this corporation shall be 6910 Cypress Road, Plantation, Florida 33314

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 1,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the

corporation shall be 13963 SW 42 Street, Davie, FI 33330 and the name of the initial registered agent of the corporation at that address is Faith Roberts.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file a Subchapter S corporation.

ARTICLE VIII. 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:

Faith Roberts
Dir/Pres./Secy/Treäsürer
13963 SW 42 Street
Davie, Florida 33330

ARTICLE IX. SUBSCRIBERS

The name and street addresses of the subscriber to these Articles

of Incorporation is:

Faith Roberts 13963 SW 42 Street Davie, Florida 33330

IN WITNESS WHEREOF, the undersigned has hereto set his hand and

seal on this 8 day of March, \$200.	
Saith	Blowets
state of <u>Fl</u> county of <u>Broward</u>	
The foregoing instrument was acknowledged before me this day of Morch, 2001, by	· · · · · · · · · · · · · · · · · · ·
Notary Public, State ofF at Large	
My Commission Expires:	Joy Roberts **My Commission CC844768 **Expires June 9, 2003

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

` IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST-- THAT CAROUSEL KIDS, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE
OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF
PLANTATION.

OI MAR 13 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA, HAS NAMED FAITH ROBERTS

LOCATED AT 6910 CYPRESS ROAD.

CITY OF PLANTATION, STATE OF FLORIDA, AS ITS AGENT
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE <u>Jains Roberts</u>
FAITH ROBERTS

TITLE PRESIDENT

DATE 3/8/0/

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

SIGNATURE <u>FAUTH ROBERTS</u>

DATE 3/8/01