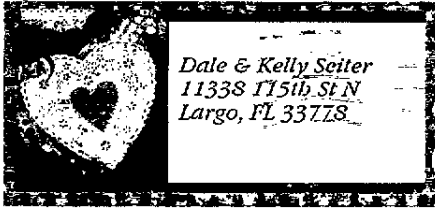


P010000037645

Requester's Name



Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

900003972569--3
-04/09/01--01081--009
*****78.75 *****78.75

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

FILED
2001 APR 9 AM 10:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Examiner's Initials

4/13/01

**ARTICLES OF
INCORPORATION OF KELLY'S KIDS, INC.**

FILED

2001 APR 19 AM 10:26

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME: The name of the corporation is KELLY'S KIDS, INC.

ARTICLE II

DURATION: The term of existence of this corporation is to be perpetual until dissolved by law.

ARTICLE III

PURPOSE: The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK: The authorized capital stock of the corporation shall be one hundred (100) shares of common stock, with a par value of One Dollar (\$1.00) each. Said stock shall be issued by the Board of Directors for such consideration as they deem equivalent to the market value thereof. No shares of stock shall be issued for labor, services or in exchange for existing shares of stock of another corporation.

INITIAL DISTRIBUTION: The initial distribution of common stock of said corporation shall be fifty (50) shares of common stock to Dale Seiter and fifty (50) shares of common stock to Kelly Seiter.

ARTICLE V

INITIAL REGISTERED OFFICE: The street address of the initial registered agent of the corporation is 11338 115th Street North., Largo, Florida, 33778.

ARTICLE VI

INITIAL REGISTERED AGENT: The initial registered agent of the corporation is Dale Seiter whose address is 11338 115th Street North., Largo, Florida, 33778.

ARTICLE VII

DIRECTORS: The initial Board of Directors of the corporation shall consist of the two (2) members. The number of directors may be increased or decreased from time to time by the By-Laws of the corporation, but shall never be less than one (1). The names and addresses of the first Board of Directors are:

Dale Seiter
11338 115th Street North.
Largo, Florida, 33778

Kelly Seiter
11338 115th Street North.
Largo, Florida, 33778

ARTICLE VIII

INCORPORATORS: The names and addresses of the incorporators are:

Dale Seiter
11338 115th Street North.
Largo, Florida, 33778

Kelly Seiter
11338 115th Street North.
Largo, Florida, 33778.

ARTICLE IX

DIRECTORS' POWERS: The directors of this corporation are authorized to make, alter and amend the By-Laws of the corporation; affix the salaries, if any, to be paid to the Officers and Directors of the corporation and to determine what, if any, dividends shall be declared and paid; set apart out of the funds of the corporation dividends any reserve or reserves for any proper purpose, or to abolish any such reserve in a manner in which it was created. The corporation, by its By-Laws, may confer upon the Board of Directors, in addition to the foregoing and in addition to the powers and authorities expressly conferred upon it by the Statutes of Florida, any additional powers needed to govern said corporation. The Directors shall have the powers to hold their meetings and to keep one or more offices. In addition, the Directors shall have the power to keep copies of the books and ledgers of said corporation at such offices, except the original books and ledgers must be kept at the registered office of said corporation, or at such place or places as from time to time may be designated by the By-Laws or Resolution of the Board of Directors. Members of the Board of Directors may participate in regular Board meetings by conference, telephone or by other means as provided by Florida law.

ARTICLE X

INDEMNIFICATION: The corporation shall indemnify any Officer, Director or any former Officer or Director to the full extent permitted by law.

ARTICLE XI

AMENDMENT: This corporation reserves the right to amend or repeal any provisions contained in these Articles or any amendment thereto, and any and all rights conferred upon the shareholders is also subject to reservation.

ARTICLE XII

COMMENCEMENT OF EXISTENCE: The corporation shall commence its existence on the date of the filing of these Articles of Incorporation.


DALE SEITER

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing Articles of Incorporation were acknowledged before me this 9 day of April March, 2001, by Dale Seiter, who is personally known to me or who has produced

D.R.V. License

as identification, and acknowledges the foregoing Articles of Incorporation for the purpose contained therein.

SEAL

NOTARY PUBLIC - STATE OF FLORIDA
CLARA McKNIGHT
COMMISSION #03631434
EXPIRES 07/21/03
BONDED BY THE FLORIDA SECRETARY



NOTARY PUBLIC

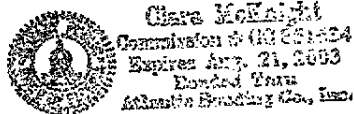
CLARA McKNIGHT

NAME OF NOTARY PUBLIC (typed,
written or stamped)

Consumer Banker

TITLE OR RANK

SERIAL NUMBER, IF ANY



KELLY SEITER

STATE OF FLORIDA)
COUNTY OF PINELLAS)

March, 2001, by Kelly Seiter, who is personally known to me or who has produced

contained therein.

SEAL

NOTARY PUBLIC - STATE OF FLORIDA
CHERYL A. PATTISHALL
COMMISSION # CC719860
EXPIRES 2/26/2002
BONDED THRU ASA 1-688-NOTARY1

NOTARY PUBLIC

NAME OF NOTARY PUBLIC (typed,
written or stamped)

TITLE OR RANK

SERIAL NUMBER, IF ANY

DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida, a corporation organizing under the laws of the State of Florida, with its principal office located at: 11338 115th Street North, Largo Florida 33778 has named Dale Seiter, whose address is 11338 115th Street North, Largo Florida 33778, as its Agent to accept service of process within this State.

ACCEPTANCE: I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

Dale Seiter

State of FLORIDA)
County of PINELLAS)

The foregoing instrument was acknowledged by me this 2nd day of April

2001 by: DALE SEITER who is/are personally known by me or who has/have produced:

DALE Seiter

as identification and who did take an oath.

Clara McKnight
NOTARY PUBLIC

(SEAL)

CLARA MCKNIGHT
NAME OF NOTARY PUBLIC (typed,
written or stamped)

TITLE OR RANK

SERIAL NUMBER, IF ANY



Clara McKnight
Commission # 00851634
Expires Aug. 21, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

FILED
2001 APR 9 AM 10:26
TALLAHASSEE FLORIDA
SECRETARY OF STATE