



PO1000039312
MILLIGAN & SIGNORELLA, P.A.

Attorneys and Counsellors at Law

JOHN PADGETT MILLIGAN, JR.

1500 Colonial Boulevard, Suite 103
Fort Myers, Florida 33907

TERRENCE O'RILEY SIGNORELLA

Telephone (941) 275-6606
Telefax (941) 275-6626

April 11, 2001

Secretary of State
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, Florida 32314

400004011314--0
-04/16/01--01097--019
*****78.75 *****78.75

RE: ROSE'S KIDS, INC.

Gentlemen:

Enclosed please find a check in the amount of \$78.75 to cover the cost of filing and certifying the enclosed Articles of Incorporation in regards to ROSE'S KIDS, INC. Please note that although I am not the Registered Agent, I am requesting that the filed documents be returned to this office.

Should you have any questions, please feel free to contact the undersigned.

Very truly yours,


John P. Milligan, Jr., Esq.

JPM/fks

Enclosures as stated

01 APR 16 PM 2:21
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P#
4/18/01

FILED

ARTICLES OF INCORPORATION

01 APR 16 PM 2:21

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ROSE'S KIDS, 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 this corporation shall be:

ROSE'S KIDS, INC.

The address of the principal office of this corporation shall be **3596 Evans Avenue, Fort Myers, Florida 33901**, and the mailing address of the corporation shall be **3596 Evans Avenue, Fort Myers, Florida 33901**.

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 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 5384 Ann Arbor Drive, Bokeelia, Florida 33922, and the name of the initial registered agent of the corporation is Jean R. Lamb.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

FILED

ARTICLE VI - PREEMPTIVE RIGHTS

01 APR 16 PM 2:21

The corporation elects to have preemptive rights.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - DIRECTORS

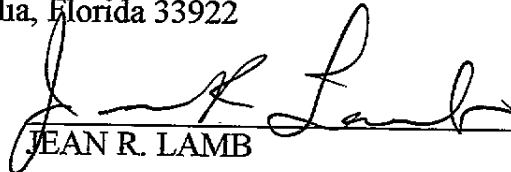
All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have **one (1)** Director, initially. The number of Directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of Directors be less than one nor more than five. The name and street address of the initial members of the Board of Director are:

Rose P. Lamb
5384 Ann Arbor Drive
Bokeelia, Florida 33922

ARTICLE VIII - INCORPORATORS

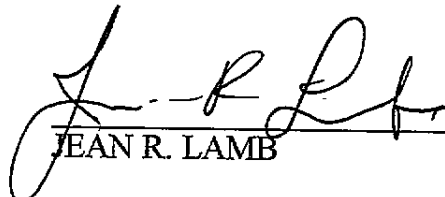
The names and street addresses of the persons signing these Articles of Incorporation is:

Jean R. Lamb
5384 Ann Arbor Drive
Bokeelia, Florida 33922


JEAN R. LAMB

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION**

Jean R. Lamb, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


JEAN R. LAMB