Requester's Name Requester's Name Raymond Gray, 2100 Alafaya Trail, Suite 202,

Office Use Only

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

Oviedo, Florida 32765

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G. BULLOCK APR 2 5 2001

Examiner's Initials



ARTICLES OF INCORPORATION OF KIDSATIONAL INC

FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of the corporation shall be: KIDSATIONAL INC

ARTICLE II: PRINCIPAL OFFICE

The principal office of business and mailing address of this corporation shall be:

2100 Alafaya Trail, Suite 202, Oviedo, Florida 32765

ARTICLE III: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

VOTING COMMON
TEN MILLION SHARES
&
NON VOTING COMMON
TWENTY MILLION SHARES
&
NON VOTING PREFERRED
FIVE MILLION SHARES

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida address of the initial registered agent are:

Raymond Gray, 2100 Alafaya Trail, Suite 202, Oviedo, Florida 32765

ARTICLE V: INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Steve Ruff, 2100 Alafaya Trail, Suite 202, Oviedo, Florida 32765

Signature of Incorporator

Date

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.

Signature/Registered Agent

4 17 01 Date