CAPITAL CONNECTION, INC.

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

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Cuddle Bear, Inc.

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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

Cuddle Bear, Inc.



The principal place of business/mailing address is:

P.O. Box 85 Waldo, Florida 32694

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

This corporation is organized for the purpose of transmitting any or all lawful business as provided for in Florida Statute Section 607.164 (1) (C).

ARTICLE IV SHARES

The number of shares of stock is:

500 shares all of which shall be common shares with a par value of \$1.00 each.

ARTICLE V INITIAL OFFICERS DIRECTORS (optional)

The name(s) and address(es):

Ginger Saucer (Pres., Vp., S/T) P.O. Box 85 Waldo, Florida 32694

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

Ginger Saucer 288 S.E. 1st Lane Waldo, Florida 32694

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

ARTICLE VIII EFFECTIVE DATE

July 1, 2001

Ginger Saucer P.O. Box 85

Waldo, Florida 32694

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in thi certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Registered Agent

Ginger Saucer

Date

6-21-01

Signature/Incorporator

Ginger Saucer