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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LTD Partnership File
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Fictitious Name File
Trade/Service Mark
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Art. of Amend. File
RA Resignation
Dissolution / Withdrawal
Annual Report / Reinstatement
Cert. Copy
Photo Copy
Certificate of Good Standing
Certificate of Status
Certificate of Fictitious Name
Corp Record Search
Officer Search
— Fictitious Search J. BRYAN JUN 2 8 2001
Fictitious Owner Search
Vehicle Search
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ARTICLES OF INCORPORATION

OF

BABIES 'N' BELLS #71, INC.

The undersigned, for the purpose of forming a corporation for pecuniary profit under the provisions of Chapter 607 of the Florida Statutes, hereby makes, subscribes, acknowledges, and files the following Articles of Incorporation:

ARTICLE I - Name

The name of this corporation is Babies 'N' Bells #71, Inc.

ARTICLE II - Duration and Commencement

This corporation shall have a perpetual existence, commencing on the date of the filing of these Articles by the Department of State.

ARTICLE III - Purpose

This corporation shall have the authority to engage in any lawful business authorized under the laws of the United States of America and the State of Florida, including, but not limited to, performing any and all acts whatsoever in order to implement the business purpose of this corporation.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 1,000 shares of common stock having a \$1.00 par value per share. These stocks shall be designated as common stocks.

ARTICLE V - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by a vote of the majority of the shareholders, but shall never be less than one. The name and address of the initial directors of this corporation is as follows:

Jeannine Elique 4747 N.W. 119th Avenue Coral Springs, Florida 33076

ARTICLE VI - Initial Registered Office and Agent

The name and address of the initial registered agent and the initial registered office is Mariano R. Gonzalez, Jr., Mariano R. Gonzalez, P.A., 15600 N.W. 67th Avenue, Suite 308, Miami Lakes, Florida 33014.

ARTICLE VII - Principal Place of Business and Mailing Address

The principal place of business and mailing address of this corporation is 4747 N.W. 119th Avenue, Coral Springs, Florida 33076.

ARTICLE VIII - Bylaws

The bylaws of this corporation may be adopted, altered, amended or repealed by a majority of the shareholders.

ARTICLE IX - Indemnification

This corporation shall indemnify any officer, director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE X - Incorporator

The name and address of the person signing these Articles of Incorporation is: Jeannine Elique, 4747 N.W. 119th Avenue, Coral Springs, Florida 33076.

ARTICLE XI - Amendment

The Articles of Incorporation may be altered, amended, changed, rescinded or additional articles may be adopted by a majority vote of the shareholders of the corporation.

ARTICLE XII - Officers

The corporation shall have a president and secretary and may have additional and assistant officers, including, without limitation thereto, one or more vice-presidents, assistant secretaries, and assistant treasurers. A person may hold more than one office at one time. Such officers shall be elected by the board of directors. The board may remove any or all of the officers from office with or without cause and at such time as the board may determine. The names, addresses and positions of the persons who will serve as the initial officers of the corporation are as follows:

Jeannine Elique President and Secretary 4747 N.W. 119th Avenue Coral Springs, Florida 33076

IN WITNESS WHEREOF, the undersigned has executed these Articles of

Incorporation, this 27 day of June, 2001.

<u>Jeannene Elique</u> Seannine Elique

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in Article VI of these Articles of Incorporation, the undersigned person hereby agrees to act in this capacity, and further agrees to comply with the provision of all statutes relative to the proper and complete discharge of his duties.

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DATED this 27 day of June ...

_, 2001.

MARIANO R. GONZALEZ, JR.

Registered Agen