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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 19, 2001

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

800004664248--6
-11/02/01--01038--009
****122.50 *****78.75

Re: Baby on Vacation, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$ 122.50

This represents the cost of the Filing Fees, Certified Copy of the Article of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,



Michele S. Rapoport

1200 Lake Biscayne Way
Orlando, Florida 32824

407-812-5904

J. BRYAN NOV - 5 2001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BABY ON VACATION, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of this corporation is: Baby on Vacation, Inc.

ARTICLE II - DURATION

The corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE THOUSAND shares (1,000) of ONE DOLLAR (\$ 1.00) par value Common Stock, which shall be designated " Common Shares. "

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and name of the Initial Registered Agent at that office is: Michelle S Rapaport

The principal office of the corporation is: 1200 Lake Biscayne Way, Orlando, Florida 32824

ARTICLE VI - INITIAL BOARD OF DIRECTORS

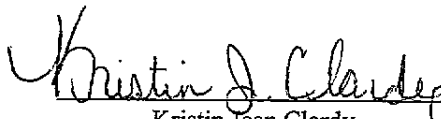
This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and addresses of the initial directors of the corporation are as follows:

Michele S Rapaport
1200 Lake Biscayne Way
Orlando, Florida 32824

Kristin Jean Clardy
12697 Majorama Drive
Orlando, Florida 32837

The undersigned subscriber have executed these Articles of Incorporation this 19th Day of October, 2001.


Michele S. Rapaport


Kristin Jean Clardy

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF
Baby on Vacation, Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 1200 Lake Biscayne Way, Orlando, FL 32824 has named Michelle S Rapaport is located at the aforesaid address, as its Registered Agent to accept service of process within the state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


Michele S Rapaport
Michele S Rapaport

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