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FILED

Randall Krafft
3810 Gunn Hwy.
Tampa, Fl. 33624

02 APR -9 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 8, 2002

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Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, Florida 32399

Re: Articles of Incorporation
Wee Care Baby Products, Inc.

Dear Secretary:

I enclose herewith an original and a copy of Articles of Incorporation for the above referenced corporation. In addition, a check in the sum of \$70.00 is enclosed which represents the following fees:

Filing fee	\$35.00
Registered Agent fee	<u>35.00</u>
	\$70.00

Please file the Articles of Incorporation and return a copy to this office.

Very truly yours,


Randall W. Krafft

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
WEE CARE BABY PRODUCTS, INC.**

The undersigned hereby organize a corporation for profit under the provisions of the Florida General Corporation Act, and pursuant to the following Articles of Incorporation.

ARTICLE I

Name

The name of this corporation is:

Wee Care Baby Products, Inc.

ARTICLE II

Duration

This corporation shall have perpetual existence, commencing upon filing.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

This corporation is authorized to issue One-Million (1,000,000) shares of common stock with zero par value.

ARTICLE V

Preferences, Privileges, Restrictions and Rights

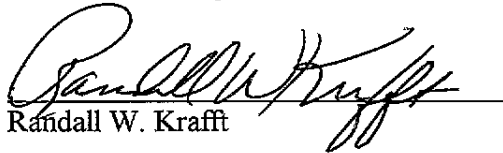
Each share of common stock confers the same rights and privileges as conferred by all other shares of common stock. Common shareholders do not have preemptive rights.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 3810 Gunn Hwy., Tampa, Florida 33624, and the name of the initial registered agent of this corporation at that address is: Randall W. Krafft.

I hereby am familiar with and accept the duties and responsibilities as registered agent for Wee Care Baby Products, Inc.


Randall W. Krafft

ARTICLE VII

Principal Office and Mailing Address

The street address of the principal office and mailing address of the corporation is:

Wee Care Baby Products, Inc.
3810 Gunn Hwy.
Tampa, Florida 33624

ARTICLE VIII

Initial Board of Directors

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

NAME
Randall Krafft

ADDRESS
3810 Gunn Hwy.
Tampa, Florida 33624

ARTICLE IX

Incorporator

The name and address of the incorporator of this corporation is:

NAME

Randall Krafft

ADDRESS

3810 Gunn Hwy.
Tampa, Florida 33624

ARTICLE X

Indemnification

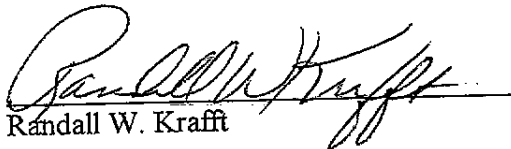
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon shareholders is subject to this reservation.

The undersigned subscriber hereby executes these Articles of Incorporation, this 6th. day of February, 2002.


Randall W. Krafft