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August 27, 2002

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-08/28/02--01043--013
****175.00 *****87.50

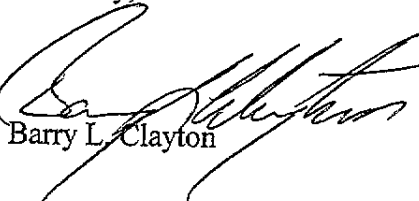
Re: Footprints of Boca, Inc.
Articles of Incorporation
File No. 453.001

Dear Sir or Madam:

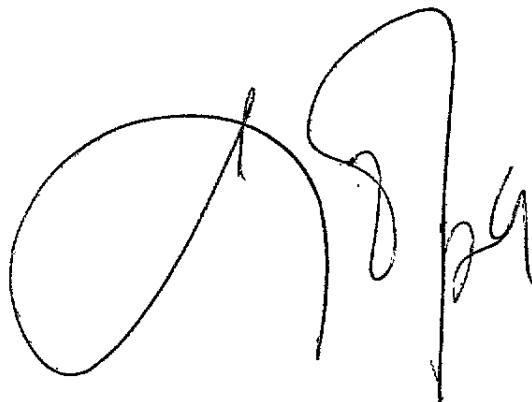
Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced corporation along with a check for the sum of \$87.50 in full payment of the filing (\$35.00), registered agent (\$35.00), certified copy (\$8.75) and certificate of status (\$8.75) fees. Please return a certified copy of the Articles of Incorporation and the Certificate of Status to me in the enclosed UPS Next Day Air Letter.

Thank you in advance for your prompt attention to this matter.

Sincerely,


Barry L. Clayton

BLC/gb
Enclosures




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02 AUG 28 AM 10:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
FOOTPRINTS OF BOCA, INC.**

Pursuant to Section 607.0202, Florida Statutes, these articles of incorporation provide that:

1. The name of the corporation is Footprints of Boca, Inc.
2. The principal office of the Corporation shall be located at 5364 SW 33rd Terrace, Fort Lauderdale, Florida 33312.
3. The Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.
4. The aggregate number of shares which the Corporation is authorized to issue is one thousand (1,000) shares of Common Stock, par value \$1.00 per share.
5. The street address of the initial registered office of this Corporation is 1675 Palm Beach Lakes Blvd., Suite 700, West Palm Beach, Florida 33401 and the name of the initial registered agent of this Corporation at that address is Barry L. Clayton.
6. The name and address of the person signing these Articles of Incorporation as incorporator is Teresa Maddocks of 5364 SW 33rd Terrace, Fort Lauderdale, Florida 33312.
7. The Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The names and addresses of the initial directors are Teresa Maddocks and Alan L. Maddocks, both of 5364 SW 33rd Terrace, Fort Lauderdale, Florida 33312.

Dated: August 23, 2002


TERESA MADDOCKS
Incorporator

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for Footprints of Boca, Inc. at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: August 23, 2002


BARRY L. CLAYTON
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA