ACCOUNT NO. : 072100000032

REFERENCE: 735859

164036A

AUTHORIZATION :

COST LIMIT :

\$ 70.00

ORDER DATE: September 9, 2002

ORDER TIME : 11:25 AM

ORDER NO. : 735859-005

CUSTOMER NO: 164036A

CUSTOMER: Kim Reese, Legal Asst

Glenn N. Siegel, P.a.

Suite 304

18501 Murdock Circle

Port Charlotte, FL 33948

DOMESTIC FILING

NAME:

A KID'S PLACE, INC.

100007597451--8

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

__ CERTIFICATE OF LIMITED PARTNERSHIP

ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Heather Powell - EXT. 1155

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

FILED

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TALLAHASSEE FLORIDA

OF

A KID'S PLACE, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being natural persons, do hereby act as incorporators in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is A Kid's Place, Inc.

ARTICLE II

The existence of the corporation shall begin on September 9, 2002.

ARTICLE III

The street address of the principal office of the Corporation is 22421 Quasar Boulevard, Port Charlotte, Florida 33952.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. The par value is \$1.00.

ARTICLE V

The initial street address of the Corporation's registered office is 22421 Quasar Boulevard, Port Charlotte, Florida 33952. The initial registered agent for the Corporation at that address is Denies Colaluca.

ARTICLE VI

The initial board of directors shall consist of two members. The names and addresses of the

persons who will serve on the initial board of directors are:

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NAME

ADDRESS

DENISE COLALUCA

22421 Quasar Boulevard TALLAHASSEE FLORIDA

Port Charlotte, Florida 33952

ALBERT COLALUCA

22421 Quasar Boulevard

Port Charlotte, Florida 33952

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

NAME

ADDRESS

DENISE COLALUCA

22421 Quasar Boulevard Port Charlotte, Florida 33952

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this day of September, 2002.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for A Kid's Place, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Date: September 6, 2002