

FRADLEY LAW FIRM, P.A.

27 N. PENNOCK LANE  
SUITE 104  
JUPITER, FLORIDA 3345

TELEPHONE: (561) 743-8800

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PO2000113168

October 17, 2002

Secretary of State  
DIVISION OF CORPORATIONS  
P.O. Box 6327  
Tallahassee, FL 32314

900008453979--1  
-10/18/02--01083--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Zoned for Kids, Inc.

Dear Sirs:

Enclosed please find an original and one copy of Articles of Incorporation for the above-referenced corporation.

Also enclosed please find my check in the amount of \$70.00 which represents the filing fees in this regard.

Please file the Articles of Incorporation and return one filed copy to me in the envelope provided.

Sincerely yours,

*Donald S. Fradley*

DONALD S. FRADLEY  
DSF/ksb  
Enclosures

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 OCT 18 PM 3:54

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10-21-02*

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
ZONED FOR KIDS, INC**

02 OCT 18 PM 3:54

The undersigned Incorporators, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of this Corporation shall be:

**ZONED FOR KIDS, INC.**

**ARTICLE II - ADDRESS**

The address of the principal office of the Corporation shall be:

**66 SHEFFIELD C  
WEST PALM BEACH, FL 33417**

**ARTICLE III - CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE PER SHARE</u>	<u>CLASS OF STOCK</u>
1000	\$1.00	Common

**ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent is:

**DONALD S. FRADLEY**

**27 N. Pennock Lane, Suite 104, Jupiter, FL 33458**

**ARTICLE V - SOLE INCORPORATOR**

The name and address of the incorporators to these Articles of Incorporation are:


**FREDERICK BARTON  
66 SHEFFIELD C  
WEST PALM BEACH, FL 33417**

**JANE BARTON  
66 SHEFFIELD C  
WEST PALM BEACH, FL 33417**

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned Incorporators, have  
executed these Articles of Incorporation this 16th day of  
October, 2002.

  
FREDERICK BARTON  
Incorporator

  
JANE BARTON  
Incorporator

**CERTIFICATE ACCEPTING DESIGNATION  
AS REGISTERED AGENT/REGISTERED OFFICE**

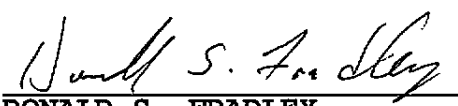
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is **ZONED FOR KIDS, INC.**
2. The name and address of the registered agent and office is: **DONALD S. FRADLEY, 27 N. Pennock Lane, Suite 104, Jupiter, Florida 33458.**

  
DONALD S. FRADLEY

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated this 16th day of October, 2002.

  
DONALD S. FRADLEY  
Registered Agent