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02 NOV -4 AM 10:35
SEAL STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
10-29-02

KEVIN D. WOODRING, J.D., LL.M.

Attorney at Law

5327 Commercial Way

Suite D-119

Spring Hill, FL 34606

October 29, 2002

Department of State
Division of Corporations
ATTN: Tim Burch
Document Specialist
P.O. Box 6327
Tallahassee, FL 32314

RE: The Paper Playhouse, Inc.

Dear Mr. Burch:

Enclosed please find the Articles of Organization for the above referenced corporation, together with my check for \$70.00 to cover the cost of filing same. We have applied for fictitious name via the internet. Kindly attend to filing same.

Thank you for your cooperation in this matter.

Sincerely,



Kevin D. Woodring, Esq.

KDW/lsw
Enc.

**ARTICLES OF INCORPORATION
OF
THE PAPER PLAYHOUSE, INC.**

EFFECTIVE DATE
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator 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 The Paper Playhouse, Inc.

ARTICLE II

The existence of the corporation shall begin on October 29, 2002.

ARTICLE III

The street address of the principal office of the Corporation is 5114 Commercial Way, Suite F, Spring Hill, FL 34606.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is Ten Thousand (10,000), all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered agent is 5114 Commercial Way, Suite F, Spring Hill, FL 34606. The initial registered agent for the Corporation at that address is Lynda Woodring.

ARTICLE VI

The initial board of directors shall consist of two members. The names and address of the persons who will serve on the initial board of directors are:

	Name	Address
	Sherry Smiley	11377 Genter Drive Spring Hill, FL 34606
	Lynda Woodring	7112 River Run Blvd. Weeki Wachee, FL 34607

ARTICLE VII

The initial board of officers of the corporation and their addresses are:

	Name	Address
President	Sherry Smiley	11377 Genter Drive Spring Hill, FL 34606
Vice-President	Lynda Woodring	7112 River Run Blvd. Weeki Wachee, FL 34607
Secretary	Sherry Smiley	11377 Genter Drive Spring Hill, FL 34606
Treasurer	Lynda Woodring	7112 River Run Blvd. Weeki Wachee, FL 34607

ARTICLE VIII

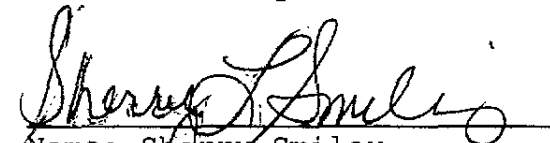
The names and street addresses of the persons signing these articles of incorporation are:

	Name	Address
	Sherry Smiley	11377 Genter Drive Spring Hill, FL 34606
	Lynda Woodring	7112 River Run Blvd. Weeki Wachee, FL 34607

ARTICLE VIII

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 29th day of October, 2002.


Name: Sherry Smiley


Name: Lynda Woodring

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for The Paper Playhouse, 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).


Name: Lynda S. Woodring

Date: 10-29-02