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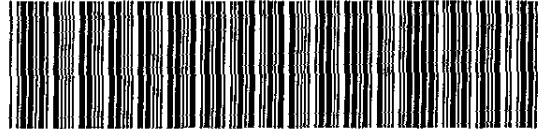
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DIVISION OF CORPORATIONS
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1. SMITH: DEC 04 2002

MARLOWE & WEATHERFORD P.A.

Attorneys and Counselors at Law
1031 WEST MORSE BOULEVARD
SUITE 105
WINTER PARK, FLORIDA 32789-3738
(407) 629-5008

MICHAEL L. MARLOWE
WILLIAM P. WEATHERFORD, JR.
BRADLEY K. ALLEY

MICHAEL J. APPLETON
GREGORY E. MELNICK, JR.
Of Counsel

PLEASE REPLY TO:
POST OFFICE DRAWER 2366
WINTER PARK, FLORIDA 32790-2366
FACSIMILE (407) 740-0310

November 25, 2002

VIA FEDERAL EXPRESS: 8371 1225 1333

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

Re: Bibbles and Dribbles, Inc.
My file reference: 2377-013

Dear Sir or Madam:

Enclosed please find Articles of Incorporation for the above named corporation, together with our check in the amount of \$78.75 for filing fees as follows:

Filing Fee	\$ 35.00
Designation of Registered Agent	\$ 35.00
Certified Copy of Articles	<u>\$ 8.75</u>
Total	\$ 78.75

Please return the certified copy of the Articles of Incorporation to the undersigned.

If you have any questions regarding the enclosed, please call. Thank you for your assistance in this matter.

Sincerely,



Michael L. Marlowe

MLM/drs
Enclosures
cc: Angela M. Klusman

ARTICLES OF INCORPORATION

OF

BIBBLES AND DRIBBLES, INC.

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The undersigned, for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be BIBBLES AND DRIBBLES, INC.

ARTICLE II

The general nature of the business or businesses to be transacted by this corporation shall be:

The production, sale and marketing of infant accessories, collectibles and other similar items.

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

To lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned and invested.

To conduct its business, carry on its operations, and have offices and exercise the powers granted to corporations under the Florida Statutes both within and without this state.

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with these Articles of Incorporation or with the Florida Statutes, for the administration and regulation of the affairs of the corporation.

To make donations for the public welfare or for charitable, scientific or educational purposes.

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of the directors, officers and employees of the corporation, and for any or all of the directors, officers and employees of any subsidiary of the corporation.

To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust or other enterprise.

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

The aggregate number of shares which the corporation is authorized to issue is Six Thousand (6,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$.10 per share.

ARTICLE IV

The address of the principal office of the corporation is 5321 Cypress Reserve Place Winter Park, Florida 32792.

ARTICLE V

The street address of the initial registered office of the corporation is 1031 W. Morse Blvd., Ste. 105, Winter Park, Florida 32789. The name of the initial registered agent at such address is Michael L. Marlowe.

ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation is one (1). The name and address of each person who is to serve as a member of the initial Board of Directors is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Angela M. Klusman	5321 Cypress Reserve Place Winter Park, Florida 32792

ARTICLE VII

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

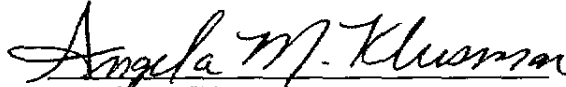
<u>NAME</u>	<u>ADDRESS</u>
Angela M. Klusman	5321 Cypress Reserve Place Winter Park, Florida 32792

ARTICLE VIII

The date corporate existence shall begin on date of the filing of these Articles of Incorporation with the Secretary of State, State of Florida.

IN WITNESS WHEREOF, the undersigned, being the sole subscriber to these Articles of Incorporation, does hereby make and file the Articles of Incorporation, and certifies that the facts

herein stated are true, and accordingly, has hereunto set her hand and seal at Winter Park, in the
County of Orange, State of Florida, this 21 day of November, 2002.


Angela M. Klusman

STATE OF FLORIDA
COUNTY OF ORANGE

ACKNOWLEDGED, SWORN TO and subscribed before me this ____ day of November,
2002, by Angela M. Klusman__ who is personally known to me or ☒ who produced a Florida
Driver's License as identification.



Notary Public, State of Florida
My Commission Expires:



Michael L. Marlowe
MY COMMISSION # DD051959 EXPIRES
October 5, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

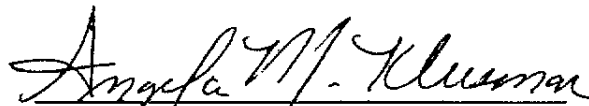
CERTIFICATE OF DESIGNATION

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.

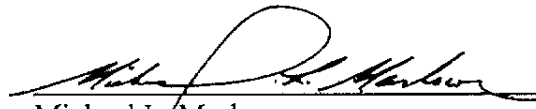
1. The name of the corporation is: BIBBLES AND DRIBBLES, INC.
2. The name and address of the registered agent and office is:

Michael L. Marlowe, Esq.
Marlowe & Weatherford, P.A.
1031 W. Morse Blvd., Ste. 105
Winter Park, Florida 32789


Angela M. Klusman
Title: Incorporator

Date: November 21 2002

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.


Michael L. Marlowe
DATE: November 21 2002

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