

**Electronic Articles of Incorporation
For**

**P03000001977
FILED
January 07, 2003
Sec. Of State**

DIGIKIDS FRANCHISING, INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

DIGIKIDS FRANCHISING, INC

Article II

The principal place of business address:

15604 SW 16TH STREET
DAVIE, FL. US 33326

The mailing address of the corporation is:

15604 SW 16TH STREET
DAVIE, FL. US 33326

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1500 SHARES AT \$0.00 PAR VALUE PER SHARE

Article V

The name and Florida street address of the registered agent is:

GARY H ELZWEIG
15604 SW 16TH STREET
DAVIE, FL. 33326

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: GARY H. ELZWEIG

Article VI

The name and address of the incorporator is:

THE COMPANY CORPORATION
2711 CENTERVILLE ROAD
SUITE 400
WILMINGTON, DE 19808

Incorporator Signature: DEBORAH D. SKIPPER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: D
GARY H ELZWEIG
15604 SW 16TH STREET
DAVIE, FL. 33326 US

Title: D
MICHAEL J CHILDS
9463 HIGHWAY 377 SOUTH NUMBER 111
FORT WORTH, TX. 76126 US

Title: D
ANTHONY VITUCCI
2463 HUNTWOOD COURT
FREDERICK, MD. 21702 US