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(Requestor's Name)

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(City/State/Zip/Phone #)

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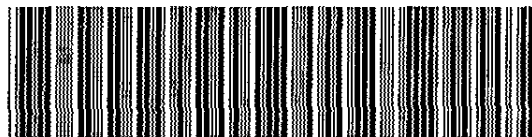
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

F. 040332R

JAN 21 2003

CT CORPORATION

January 29, 2003

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

Re: Order #: 5777305 SO
Customer Reference 1:
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

EPkids of Florida I, Inc. (FL)
Incorporation
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Melanie S Strickland
Fulfillment Specialist
Melanie_Strickland@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

Articles of Incorporation

of

EPkids of Florida I, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: **EPkids of Florida I, Inc.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be at 550 Biltmore Way, Suite 900, Coral Gables, Florida 33134.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares, and the par value of each of such shares is one dollar (\$1.00), amounting to one hundred dollars (\$100.00).

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of this corporation in the State of Florida is 1200 South Pine Island Road, Plantation, Florida 33324, and the name of the initial registered agent of this corporation at that address is CT Corporation System. The Board of Directors may from time to time move the registered office to any other address in the State of Florida and/or replace the registered agent.

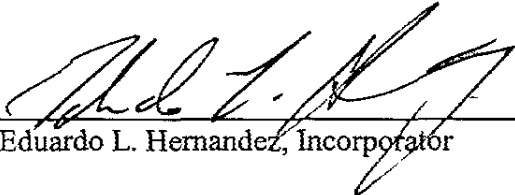
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SECRETARY OF STATE
TALLAH/SSFE, FLORIDA
03 JAN 29 PM 12:50

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Mr. Eduardo L. Hernandez
c/o Finser Corporation
550 Biltmore Way, Suite 900
Coral Gables, Florida 33134

The undersigned has executed these Articles of Incorporation this 29th day of January, 2003.



Eduardo L. Hernandez, Incorporator

EPkids of Florida I, Inc.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO RECEIVE SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE PROVISIONS, 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATE: 1/29/03

CT CORPORATION SYSTEM

BY: Connie Bryan

Connie Bryan,
Special Assistant Secretary

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TALLAHASSEE, FLORIDA
03 JAN 29 PM 12:50