

**Electronic Articles of Incorporation
For**

**P03000085617
FILED
August 05, 2003
Sec. Of State**

INSIDEOUT BABY CENTER, 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:

INSIDEOUT BABY CENTER, INC.

Article II

The principal place of business address:

6540 SW 147 STREET
MIAMI, FL. 33158

The mailing address of the corporation is:

6540 SW 147 STREET
MIAMI, FL. 33158

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

Article V

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

CHRIS SAMWAY
6540 SW 147 STREET
MIAMI, FL. 33158

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

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Registered Agent Signature: CHRIS SAMWAY

Article VI

The name and address of the incorporator is:

CHRIS SAMWAY
6540 SW 147 STREET
MIAMI, FL 33158

Incorporator Signature: CHRIS SAMWAY

Article VII

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

Title: CEO
CHRIS SAMWAY
6540 SW 147 STREET
MIAMI, FL. 33158 US

Title: EVP
WENDI SAMWAY
6540 SW 147 STREET
MIAMI, FL. 33158 US

Title: EVP
LOIS VARAT
1895 ESPANOLA
MIAMI, FL. 33133 US

Article VIII

The effective date for this corporation shall be:

08/05/2003