

P03000/38242

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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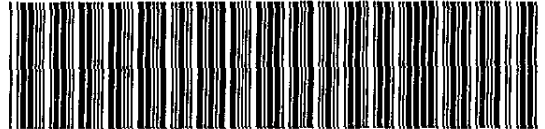
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11/17/03--01074--005 **78.75

EFFECTIVE DATE
11-11-03

03 NOV 17 PM 4: 07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

11-24

WALTER T. ROSE, JR., P.A.
WILLIAM E. WELLER

ROSE AND WELLER
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RoseWeller@Worldnet.att.net

November 10, 2003

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32314-6327

Re: Long Island Kids, Inc.

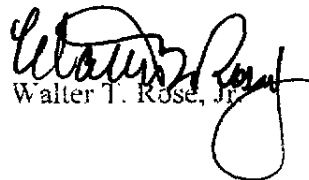
Dear Madam:

Enclosed please find original Articles of Incorporation and Registered Agent Designation which I would appreciate your filing with the State of Florida for the above proposed Florida corporation.

A check in the amount of \$78.75 is enclosed to cover costs of filing fees and Certified Copy fee.

Thank you for your assistance in this matter.

Yours very truly,


Walter T. Rose, Jr.

WTR/scm
Enclosures
cc: Penny Smith
Charles E. Smith
Kathleen M. Smith

ARTICLES OF INCORPORATION
OF
LONG ISLAND KIDS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of this corporation is Long Island Kids.

ARTICLE II DURATION

This corporation shall exist perpetually commencing as of the date of execution and acknowledgement of these Articles.

ARTICLE III PURPOSE

EFFECTIVE DATE
11-11-03

This corporation is organized for the purpose of conducting any lawful business.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE V PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation shall have the right to purchase his or her pro rata share thereof at the price at which it is offered to others.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 289 W. Cocoa Beach Causeway, Cocoa Beach, Florida 32931.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than three (3). The names and addresses of the members of the initial Board of Directors of this corporation are:

CHARLES E. SMITH, 345 Formosa Drive, Cocoa Beach, Florida 32931 –
President

KATHLEEN M. SMITH, 345 Formosa Drive, Cocoa Beach, Florida 32931 –
Vice-President

PENNY SMITH, 1542 Vestivia Circle, Melbourne, Florida 32940 – Secretary /
Treasurer

ARTICLE VIII INCORPORATOR

The name and address of the incorporator signing these Articles is: PENNY SMITH, 1542 Vestivia Circle, Melbourne, Florida 32940.

ARTICLE IX BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X CUMULATIVE VOTING

At each election of Directors, every shareholder entitled to vote at such election shall have the right to cumulate his or her votes by giving one candidate as many votes as the number of Directors to be elected at that time multiplied by the number of his or her shares, or by distributing such votes on the same principal among any number of such candidates.

ARTICLE XI SHAREHOLDER QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person, or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XII POWERS

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE XIII DIRECTOR QUORUM AND VOTING

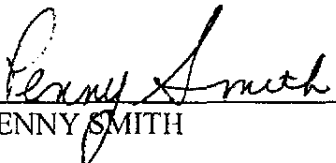
A majority of the Directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote of a majority of the Directors present shall be the act of the Board of Directors.

ARTICLE XIV AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 11th of November, 2003.


PENNY SMITH

**STATE OF FLORIDA
COUNTY OF BREVARD**

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared PENNY SMITH known to me and known by me to be the person who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid on this 11th day of November, 2003.

Stephanie C. Bass
Notary Public

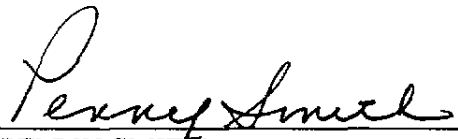


**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act.

FIRST: That Long Island Kids, Inc., desiring to organize under the laws of the State of Florida with its initial principal office located at 289 W. Cocoa Beach Causeway, Cocoa Beach, Florida 32931, has named PENNY SMITH as its agent to accept service of process within this State.

ACKNOWLEDGMENT: Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



PENNY SMITH

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA