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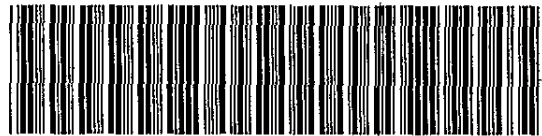
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DELOACH & PETERSON, P.A.
ATTORNEYS AT LAW

J. BOYD DELOACH
SID C. PETERSON II
PHILIP B. PETERSON

JAMES R. PROVENCHER
OF COUNSEL



418 CANAL STREET
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NEW SMYRNA BEACH, FL 32170
(386) 428-2464
FAX (386) 423-9967

November 10, 2004

FLORIDA DEPARTMENT OF STATE
Division of Corporation
409 E. Gaines Street
Tallahassee, Florida 32399

Re: IM4KIDS, INC.
Our File No. 04-12584

Dear Sirs:

Enclosed please find Articles of Incorporation, along with a copy of same concerning the above-referenced corporation. I have also enclosed this firm's check in the amount of \$70.00 for your various filing fees.

Please return a conformed copy of the Articles of Incorporation to this office.

Sincerely yours,


SID C. PETERSON, JR.

SCP/bg
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

IM4KIDS, INC.

ARTICLE I **CORPORATE NAME, PRINCIPAL OFFICE** **AND MAILING ADDRESS**

The name of this Corporation shall be: ***IM4KIDS, INC.***, with its principal office located at 1609 Magnolia Street, New Smyrna Beach, Florida 32168, and its corporate mailing address being the same.

ARTICLE II **NATURE OF BUSINESS AND POWER**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III **CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV **TERM OF EXISTENCE**

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

ARTICLE V **REGISTERED AGENT** **AND** **INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the initial registered office of this Corporation in the state of Florida shall be:

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TALLAHASSEE, FLORIDA

CHRISTOPHER UNGER, Ph.D.
1609 Magnolia Street
New Smyrna Beach, Florida 32168

The Board of Directors, from time to time, may move the Registered Office to any other address in the State of Florida.

ARTICLE VI
BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII
INITIAL DIRECTORS

The names of the initial directors of this Corporation and their street addresses are:

CHRISTOPHER UNGER, Ph.D.	1609 Magnolia Street New Smyrna Beach, Florida 32168
NANCY S. UNGER	1609 Magnolia Street New Smyrna Beach, Florida 32168

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII
OFFICERS

The officers of this Corporation shall be a President, Vice-President, Secretary and Treasurer, and any other office as the Board of Directors may deem necessary. Any two or more offices may be held by the same person.

ARTICLE IX
INITIAL OFFICERS

The names of the initial officers of this Corporation and their street addresses are:

President/Secretary	CHRISTOPHER UNGER, Ph.D.
Treasurer	1609 Magnolia Street New Smyrna Beach, Florida 32168

Vice-President

NANCY S. UNGER
1609 Magnolia Street
New Smyrna Beach, Florida 32168

ARTICLE X
INCORPORATOR

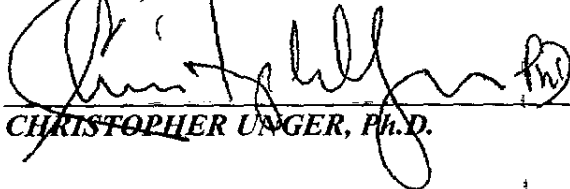
The name and address of the person signing these Articles of Incorporation as the Incorporator is:

CHRISTOPHER UNGER, Ph.D.
1609 Magnolia Street
New Smyrna Beach, Florida 32168

ARTICLE XI
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporate be made.

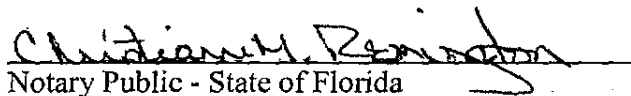
IN WITNESS WHEREOF, the undersigned as Incorporator has executed the foregoing Articles of Incorporation on this 6th day of December, 2004.


CHRISTOPHER UNGER, Ph.D.

STATE OF FLORIDA

COUNTY OF VOLUSIA

BEFORE ME, a Notary Public, personally appeared, **CHRISTOPHER UNGER, Ph.D.**, who is personally known to me or who has produced DRIVER'S LICENSE as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 6th day of December, 2004.


Notary Public - State of Florida
Commission No.:
My Commission Expires:



Christianne M. Remington
MY COMMISSION # DD017658 EXPIRES
June 24, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

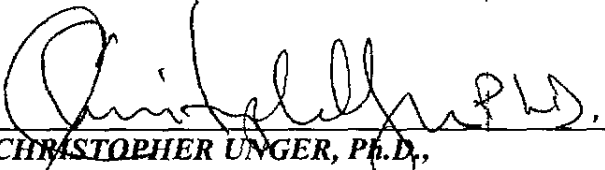
CERTIFICATE

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **IM4KIDS, INC.** desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at the City of New Smyrna Beach, County of Volusia, State of Florida, has named **CHRISTOPHER UNGER, Ph.D.**, of 1609 Magnolia Street, New Smyrna Beach, Volusia County, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida relative to keeping the designated office open.


CHRISTOPHER UNGER, Ph.D.
as Registered Agent

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TALLAHASSEE, FLORIDA