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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

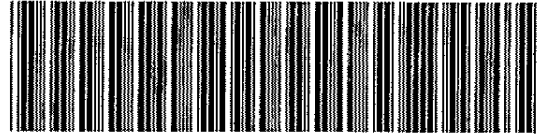
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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07/29/05--01028--005 **70.00

FILED
05 JUL 29 PM 1:30
TALLAHASSEE, FLORIDA

8/1/05
BLK

July 25, 2005

Florida Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, Florida 32314

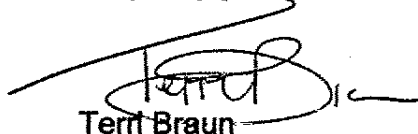
Dear Sir/Madam:

Enclosed please find Articles of Incorporation of Kidokinetics Franchise Corp.
Also enclosed is a check in the amount of \$70.00, representing the filing fee for same.

Kindly see that these Articles are filed and mail a stamped copy of same in the
enclosed pre-addressed, postage-paid envelope.

Thank you for your assistance.

Very truly yours,



Terr Braun

Enclosures

ARTICLES OF INCORPORATION
OF
KIDOKINETICS FRANCHISE CORP.

FILED
05 JUL 29 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The name of the corporation (hereinafter called the "Corporation") is Kidokinetics Franchise Corp.

SECOND: The principal office of the Corporation shall be located at 1209 Chenille Circle, Weston, Florida 33327. The mailing address of the Corporation is 1209 Chenille Circle, Weston, Florida 33327.

THIRD: The aggregate number of shares which the Corporation shall have authority to issue is 1,000, all of which are of a par value of \$0.01 each and are of the same class and are to be common shares.

FOURTH: The number of directors constituting the initial Board of Directors of the Corporation is one which may be increased by the bylaws.

The name and address of each person who is to serve as a member of the initial Board of Directors of the Corporation is as follows:

NAME

ADDRESS

Terri Braun

1209 Chenille Circle
Weston, Florida 33327

FIFTH: The address of the initial registered agent of the Corporation in the State of Florida is 1209 Chenille Circle, Weston, Florida 33327 and the name of the initial registered agent of the Corporation at such address is Terri Braun.

SIXTH: The name and address of the incorporator is:

NAME

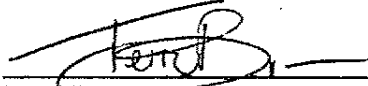
ADDRESS

Terri Braun

1209 Chenille Circle
Weston, Florida 33327

SEVENTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be in a capacity entitling such person to be indemnified, and shall inure to the benefit of the heirs, executors and administrators of such a person.

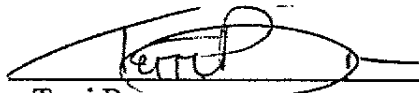
EIGHTH: The corporate existence of the Corporation shall commence as of the date and time upon which these Articles of Incorporation shall have been filed with the Florida Department of State.



Terri Braun, Incorporator
Signed on July 25, 2005

Acceptance of Appointment by Registered Agent

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned does hereby accept her appointment as registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.



Terri Braun