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SECRETARY OF STATE
TALLAHASSEE FLORIDA

D. WHITE MAY -2 2006

THE
Shapiro
LAW FIRM

Kenneth W. Shapiro
kshapiro@lawshapiro.com

1776 N. Pine Island Road, Suite 308
Fort Lauderdale, Florida 33322
Telephone: 954-382-0088
Facsimile: 954-382-9008

April 27, 2006

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Ruby's Kids, Inc.

To Whom It May Concern:

Enclosed please find the following items in connection with Ruby's Kids, Inc.:

1. A check for \$70.00 representing the filing fee.
2. Executed Articles of Incorporation.

If you have any questions regarding these filings or require additional information, please feel free to call.

Sincerely,



Kenneth W. Shapiro

KWS:hs
Enclosures

**ARTICLES OF INCORPORATION
OF
RUBY'S KIDS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I--NAME

The Name of the Corporation is Ruby's Kids, Inc.

ARTICLE II--ADDRESS

The mailing address of the Corporation is 1776 N. Pine Island Road, Suite 324, Plantation, Florida 33322.

ARTICLE III--COMMENCEMENT AND DURATION OF CORPORATE EXISTENCE

The Corporation's existence shall begin on the date these Articles of Incorporation are filed with the Secretary of State, and the duration of its existence shall be perpetual.

ARTICLE IV--PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V--CAPITAL STOCK

The Corporation is authorized to issue One Thousand (1000) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI--INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1776 N. Pine Island Road, Suite 324, Plantation, Florida 33322, and the name of the initial registered agent at that address is Martin J. Sperry, Esq.

ARTICLE VII--INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) directors to hold office until the shareholders have elected their successor, or until the directors' earlier resignation, removal from office, or death. The number of directors may be increased or decreased from time to time in accordance with the by-laws of the Corporation. The name and address of the initial directors of the Corporation is as follows:

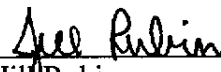
<u>Name</u>	<u>Address</u>
Jill Rubin	1776 N. Pine Island Road, Suite 324, Plantation, Florida 33322
Stuart Rubin	1776 N. Pine Island Road, Suite 324, Plantation, Florida 33322

ARTICLE VIII--INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Jill Rubin	1776 N. Pine Island Road, Suite 324, Plantation, Florida 33322

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
this 26 day of April, 2006.



Jill Rubin
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

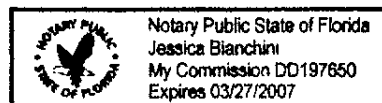
Sworn to and subscribed before me this 26th day of April, 2006 by Jill Rubin.

☒ Personally known to me; or

() Produced identification; type of identification produced: _____.

NOTARY PUBLIC

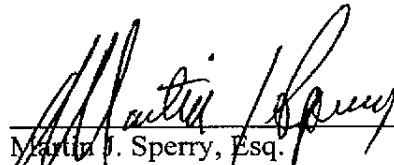
Sign: Jessica Bianchini
Print Name: Jessica Bianchini
Commission No.: _____
My Commission Expires: _____



ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

I hereby accept the appointment as the initial registered agent of Ruby's Kids, Inc., as made in the foregoing Articles of Incorporation, and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as the initial Registered Agent of Ruby's Kids, Inc.

Date: 4/26/06



Martin J. Sperry, Esq.
Initial Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA