

**Electronic Articles of Incorporation
For**

P06000097286
FILED
July 25, 2006
Sec. Of State
Ipooe

BRAINY BABIES 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:

BRAINY BABIES INC.

Article II

The principal place of business address:

7916 N. HIMES AVE
TAMPA, FL. 33614

The mailing address of the corporation is:

7916 N. HIMES AVE
TAMPA, FL. 33614

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS. CHILD CARE

Article IV

The number of shares the corporation is authorized to issue is:

2

Article V

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

JENNY C TYSON
16140 GARDENDALE DRIVE
TAMPA, FL. 33624

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

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Registered Agent Signature: JENNY TYSON

Article VI

The name and address of the incorporator is:

JENNY TYSON
16140 GARDENDALE DRIVE

TAMPA, FL 33624

Incorporator Signature: JENNY TYSON

Article VII

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

Title: P
JENNY C TYSON
16140 GARDENDALE DRIVE
TAMPA, FL. 33624

Title: VP
CHAD R TYSON
16140 GARDENDALE DRIVE
TAMPA, FL. 33624

Title: S
CHAD R TYSON
16140 GARDENDALE DRIVE
TAMPA, FL. 33624

Title: T
CHAD R TYSON
16140 GARDENDALE DRIVE
TAMPA, FL. 33624

Article VIII

The effective date for this corporation shall be:

07/24/2006