

**Electronic Articles of Incorporation
For**

P06000112750
FILED
August 29, 2006
Sec. Of State
bmcknight

ONESIE UPON A TIME, 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:

ONESIE UPON A TIME, INC.

Article II

The principal place of business address:

1431 S. 14TH AVENUE
218
HOLLYWOOD, FL. US 33020

The mailing address of the corporation is:

1431 S. 14TH AVENUE
218
HOLLYWOOD, FL. US 33020

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS. THE COMPANY IS GOING TO BE
OPERATING AS A WHOLESALE/RETAIL CHILDRENS CLOTHING COMPANY.

Article IV

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

100000

Article V

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

CAREN A HORVITZ
1431 S. 14TH AVENUE
218
HOLLYWOOD, FL. 33020

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

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Registered Agent Signature: CAREN HORVITZ

Article VI

The name and address of the incorporator is:

CAREN A. HORVITZ
1431 S. 14TH AVENUE
218
HOLLYWOOD, FLORIDA 33020

Incorporator Signature: CAREN HORVITZ

Article VII

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

Title: P
CAREN A HORVITZ
1431 S. 14TH AVENUE, #218
HOLLYWOOD, FL. 33020 US

Title: CFO
SAM B FRIEDMAN
1431 S. 14TH AVENUE, #218
HOLLYWOOD, FL. 33020 US

Article VIII

The effective date for this corporation shall be:

09/01/2006