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ACCOUNT NO. : 072100000032	
REFERENCE : 581646 4312767	
AUTHORIZATION: Spulselenan	•
COST LIMIT : \$ 87.50	
OPDED DATE . November 7 2006	
ORDER DATE: November 7, 2006	
ORDER TIME : 10:03 AM	
ORDER NO. : 581646-005	
CUSTOMER NO: 4312767	
DOMESTIC FILING	
NAME: THE CHILDREN'S WORKSHOP, INC.	
EFFECTIVE DATE:	
XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION	O6 NOV SECRET
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:	-7 A
XX CERTIFIED COPY (**QUANITY OF 2****) PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING	ANTH: 30 YOUR STATE
CONTACT PERSON: Susie Knight - EXT. 2956	⊳
EXAMINER'S INITIALS:	

## ARTICLES OF INCORPORATION

**OF** 

## THE CHILDREN'S WORKSHOP, INC.

1.

The name and address of this corporation are: THE CHILDREN'S WORKSHOP, INC., 18770 Misty Lake Drive, Jupiter, Florida 33458.

11.

This corporation shall have perpetual existence, unless sooner dissolved according to law.

111.

This corporation is organized for the following purposes: To render and to engage in the transaction of any and all lawful business under the laws of the United States, the State of Florida or any other state, country, territory or nation.

IV.

This corporation is authorized to issue One Thousand (1,000) shares of One (\$4:00) Dollar par value common stock.

٧.

The street address of the initial registered office of this corporation is: 18770 Misty Lake Drive, Jupiter, Florida 33458, and the name of the initial registered agent of this corporation at that address is: BRIAN ADAIR.

VI.

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors of this corporation shall be:

BRIAN ADAIR 18770 Misty Lake Drive Jupiter, Florida 33458 KIMBERLY ADAIR 18770 Misty Lake Drive Jupiter, Florida 33458 VII.

The name and address of the incorporators shall be:

BRIAN ADAIR 18770 Misty Lake Drive Jupiter, Florida 33458 KIMBERLY ADAIR 18770 Misty Lake Drive Jupiter, Florida 33458

VIII.

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

IX.

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

Χ.

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XI.

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 3<sup>rd</sup> day of November, 2006.

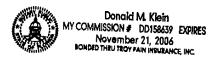
BRIAN ADAIR

KIMBERLY ADAIR

STATE OF FLORIDA ) SS: COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority personally appeared BRIAN ADAIR and KIMBERLY ADAIR, to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 3<sup>rd</sup> day of November, 2006.



DONALD M. KLEIN
NOTARY PUBLIC, State of Florida

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First that **THE CHILDREN'S WORKSHOP**, **INC.**, desiring to organize under the laws of the State of Florida, with its registered office, as indicated in Articles of Incorporation has named **BRIAN ADAIR**, located at 18770 Misty Lake Drive, Jupiter, Florida 33458, as its agent to accept service of process within this state.

## ACKNOWLEDGMENT AND ACCEPTANCE

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

BRIAN ADAIR