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#### The Henry Law Firm, PLC

1999 W. Colonial Drive, Suite 213 · Orlando, Florida 32804 Telephone: (407) 581-2580

March 27, 2007

Department of State Division of Corporations P.O.Box 6327 Tallahassee, Florida 32314

> Re: Articles of Incorporation Children's Heart Publishing Company

Dear Sir/Madam:

Enclosed for filing with the Department of State please find the original and one copy of the Articles of Incorporation of Children's Heart Publishing Company and the Certification of Designation of Registered Agent and Registered Office. Our check in the amount of \$70.00 is also enclosed to cover the fee for filing the Articles of Incorporation (\$35.00), and the fee for Designation of Registered Agent (\$35.00).

Please do not hesitate to call or write the undersigned if you have any questions concerning this matter.

Sincerely,

LaMya A. Henry, Esq.,

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Managing Member

[Enclosures]

## ARTICLES OF INCORPORATION OF CHILDREN'S HEART PUBLISHING COMPANY

MAR 30 PH Business

The undersigned, acting as the incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

#### Article I

#### Name and Duration

The name of the corporation is Children's Heart Publishing Company (hereinafter referred to as the "Company"). The duration of this Company is perpetual. The effective date upon which this Company shall come into existence shall be the date these Articles are filed by the Secretary of State.

#### Article II

#### Principal Office and Mailing Address

The principal office of the Company is 758 Sherwood Terrace Drive, Unit 101, Orlando, Florida 32818 and the mailing address is P.O. Box 679005, Orlando, Florida 32867, or such other place or address as the Directors of the Company may determine from time to time.

#### Article III

#### Corporate Purpose

The purpose or purposes for which the Company is organized are to engage in any activity or business permitted under the laws of the United States and of this state.

#### Article IV

#### Registered Office and Agent

The address of the registered office of the Company is 758 Sherwood Terrace Drive, Unit 101, Orlando, Florida 32818. The name of the registered agent at such address is Michelle Harris.

#### Article V

#### **Incorporator** and Initial Director:

The name and address of the incorporator of the Company, who shall also serve as the Initial Director of the Company is:

Loretta L. Harris 758 Sherwood Terrace Drive Unit 101 Orlando, Florida 32818

Loretta L. Harris shall serve as the Initial Director until the first annual meeting of the Shareholders.

#### Article VI

#### <u>Management</u>

All corporate powers shall be exercised by or under the authority of the Board of Directors and the business and affairs of the Company shall be managed under the direction of the Board of Directors, unless otherwise provided in the bylaws or other governing instrument.

#### Article VII

#### **Bylaws**

The power to adopt, alter, amend, change, or repeal the bylaws or other governing instrument of the Company is vested in the Board of Directors and/or the Shareholders as provided in the bylaws or other governing instrument.

#### Article VIII

#### **Authorized Shares**

The maximum number of shares this Company is authorized to issue is three hundred (300), with a par value of one dollar (\$1.00) per share, all of which shall be common shares.

All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

In the event of dissolution of the Company, common shares are entitled to receive the net assets of the Company.

#### Article IX

#### **Preemptive Rights**

The holders of the common shares of this Company shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this Company as may be issued for money, or any property or services from time to time, in addition to those shares authorized by the Company.

Dated as of the 23<sup>rd</sup> day of March 2007.

Loretta L. Harris,

Incorporator,

Children's Heart Publishing Company

### CERTIFICATION OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Florida Statute section 607.0501, the below named corporation submits the following statement in designating the registered office and registered agent in the State of Florida:

- 1. The name of the Corporation is: CHILDREN'S HEART PUBLISHING COMPANY
- 2. The name and address of the registered agent and registered office is: Michelle Harris, 758 Sherwood Terrace Drive, Apartment number 101, Orlando, Florida 32818

Having been named as registered agent to accept service of process for the abovenamed corporation at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as registered agent.

Dated this 23<sup>rd</sup> day of March 2007.

Registered Agent Michelle Harris

Loretta L. Harris