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COVER LETTER

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

| SUBJECT: ALLKINS CRAFTS INC. (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX) | | | | |
|--|--|--|---|--|
| Enclosed are an orig | ginal and one (1) copy of the artic | cles of incorporation and | a check for: | |
| \$70.00 | \$78.75 Filing Fee & Certificate of Status | \$78.75 Filing Fee & Certified Copy ADDITIONAL CO | \$87.50 Filing Fee, Certified Copy & Certificate of | |
| FROM: | JOHN BE Name (| | | |
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NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION OF ALLKIDSCRAFTS, INC.

In compliance with Chapter 607 and/or Chapter 621, Florida Statutes (profit).

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

The name of the corporation is Allkidscrafts, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business/mailing address is 1327 Foxtree Trans. Apopka, Florida 32712.

ARTICLE III – DURATION OF CORPORATION

The period of duration of the corporation is perpetual.

ARTICLE IV – PURPOSE

- A. To design, write, prepare, place, publish and display, in any manner, to include a website, that provides professionally generated and user-generated easy crafts and activities for toddlers where parents or caregivers can sign up to receive a weekly "lesson plan" to educate, entertain and stimulate their toddler at a cost to be established for such service.
- **B.** To design, write, prepare, place, publish, in any manner, newspapers, books, pamphlets, magazines, periodicals, handbills, pictures, cartoons, posters, display cards; to arrange for the generation and development of crafts and activity ideas for toddlers; to do bill posting; to install, supply, maintain and operate a website or other media; to give or arrange for the giving of demonstrations and exhibits regarding crafts and activities for toddlers; to supervise the preparation and production of media used to transfer ideas concerning crafts and activities for toddlers.
- C. To make all contracts and to do all things proper, incidental, and conducive to the complete attainment of this purpose.

ARTICLE V – AUTHORIZED SHARES

- A. The maximum number of shares of stock of the Corporation that may be issued is 10,000 shares, consisting of 1,000 voting common shares without par value and 9,000 non-voting common shares without par value. Each class of shares shall be identical in all respects, except that the non-voting shares shall carry no right to vote for the election of directors and officers of the corporation and no right to vote on any matter presented to the shareholders for their vote or approval except only as the laws of this state require that voting shares be granted to such non-voting shares.
- **B.** The 1,000 shares of voting common stock are to be issued as follows:
 - 1. 400 shares to Kelly Bryant Bengier, 550 Sheridan Square, Apartment 1C, Evanston, Illinois 60202;
 - 2. 250 shares to Laura Ann Mount, 1810 Rowley Avenue, Madison, Wisconsin 53726;
 - 3. 250 shares to Katie Rae Grant, 7062 Autumnhill Lane, Bartlett, Tennessee 38135;
 - 4. 80 shares to Kendall Davis Johnson, 865 S. Kings Grant Drive, Columbia, South Carolina 29209;
 - 5. 10 shares to Jennifer Leigh Whitenight, 1729 T. Street, NW, Washington, D.C. 20009; and
 - 6. 10 shares to Pamela Bengier, 1327 Foxtree Trail, Apopka, Florida 32712.
- C. Shares without par value may be issued for such consideration as may from time to time be fixed by the shareholders or by the Board of Directors under the authorization of the shareholders. In the absence of fraud, the judgment of the shareholders or the Board of Directors as to the value of the consideration received for such shares shall be conclusive. Furthermore, any unissued shares of common stock, herein authorized or hereafter increased or created, may be issued from time to time by the Corporation in such manner, amounts, and proportions, and for such considerations as shall be determined from time to time by the Board of Directors and maybe permitted by law.

ARTICLE VI – INITIAL OFFICERS AND BOARD OF DIRECTORS

President - Kelly Bengier Bryant, 550 Sheridan Square, Apartment 1C, Evanston, Illinois 60202.

Treasurer - Laura Ann Mount, 1810 Rowley Avenue, Madison, Wisconsin 53726.

Secretary - Katie Rae Grant, 7062 Autumnhill Lane, Bartlett, Tennessee 38135.

ARTICLE VII – REGISTERED AGENT

The name and Florida street address of the Registered Agent is Pamela Bengier, 1327 Foxtree Trail, Apopka, Florida 32712.

ARTICLE VIII – INCORPORATOR

The name and address of the incorporator is John Bengier, Esquire, 1327 Foxtree Trail, Apopka, Florida 32712.

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment of Registered Agent and agree to act in this capacity.

Pamela S. Sengia Registered Agent

Date 11