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DIVISION OF CORPORATION

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

07 AUG 10 PM 3: 25

COAST BUSINESS SERVICE INC. 6437 CENTRAL AVE ST PETERSBURG FL 33710 PHONE 727-381-1742 FAX 727-347-9244

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

MARLAS'KIDS INC

AUGUST 8, 2007

Enclosed is an orginaal and one (1) copy of the articles of incorporation for the above named corporation, and a check for SEVENTY DOLLIARS payable to the Department of State for the above named corporations filing fees.

PLEASE SEND ANY AND ALL MAIL TO THE ABOVE ADDRESS.

JAMES L SCHELL

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

07 AUG 10 PM 3:25

OF

MARLAS KIDS INC

The undersigned acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following articles of incorporation for such corporation:

ARTICLE I

The name and address of the corporation is:

MARLAS KIDS INC 5610 5th AVE NO. ST PETERSBURG FL 33710

ARTICLE II

This corporation may, and is authorized, to engage in any business, as permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred shares of commom stock having a par value of one dollar and no cents (\$1.00) per share, with this consideration to be paid for each share to be in money, property or services as may be fixed by the Board of Directors.

ARTICLE IV

The period of duration of the corporation is perpetual.

ARTICLE V

The name and address in this state of the corporation's initial agent for service of process is:

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MARLA:S MAGIN 5610 5th AVE NO ST PETERSBURG FL 33710

ARTICLE VI

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the By-Laws of this corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The Directors may authorize and require the payment of meetings of the Directors. Nothing in this article shall be construed to preclude the Directors from serving the corporation in any other capacity and receiving compensation therefore.

ARTICLE VII

The name and address of the Directors of this corporation is:

MARLA S' MAGIN 5610 5th AVE NO ST PETERSBURG FL 33710

ARTICEL VIII

The name and address of the incorporator signing these article is:

MARLA S MAGIN 5610 5th AVE NO ST PETERSBURG FL 33710

ARTICLE IX

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this Corporation.

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them at the Stockholders meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the Shareholders sigh a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

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ARTICLE XI

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

IN WITNESS WHEREOF, THE UNDERSIGNED does set his hand and acknowledge and filed the foregoing Articles of Incorporation under the laws of the state of Florida this 8th day of AUGUST 2007.

COUNTY OF PINELLAS

MARLA S. MAGIN

Before me, the undersigned authority, personally appeared MARLA S MAGIN, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the use and purposes therein mentioned and set forth IN WITNESS WHEREOF I have hereunto set my hand and my official SEAL in said County and State this 8th day of AUGUST, 2007.

138723

My commission expires;

JAMES L. SCHELL
MY COMMISSION # DID290809
EXPIRES: February 15, 2008
1-8003-NOTARY
FI. Notary Discount Amon. Co.

JAMES L SCHELL Notary Public State of Florida

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

CERTIFICATE DESIGNATING REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN THE STATE

07 AUG 10 PM 3: 25

Pursuant to Chapter 48, Florida Statutes, the following is submitted in compliance with said act:

MARLAS'KIDS INC, desiring to organize as a corporation under the laws of the State of Florida with its principal office located at 5610 5th AVE NO. ST. PETERSBURG FL. 33710, named MARLA S MAGIN, located at 5610 5th AVE NO. ST. PETERSBURG FL. 33710, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGEMENT

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

MARLA S. MAGIN' Registered Agent

DATE AUGUST 8, 2007