

**Electronic Articles of Incorporation
For**

P11000057079
FILED
June 20, 2011
Sec. Of State
rdunlap

BOOTTS KIDS COLLECTION COMPANY

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:

BOOTTS KIDS COLLECTION COMPANY

Article II

The principal place of business address:

3900 NORTH OCEAN DRIVE
SUITE 11D
LAUDERDALE BY THE SEA, FL. 33308

The mailing address of the corporation is:

3900 NORTH OCEAN DRIVE
SUITE 11D
LAUDERDALE BY THE SEA, FL. 33308

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

1000

Article V

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

JOHN TOMLINSON
500 WEST CYPRESS CREEK
210
FT. LAUDERDALE, FL. 33309

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

Registered Agent Signature: JOHN L. TOMLINSON

Article VI

The name and address of the incorporator is:

BARARA NIEDER-TEJEDA
3900 NORTH OCEAN DRIVE
SUITE 11D
LAUDERDALE BY THE SEA, FL 33308

Electronic Signature of Incorporator: BARBARA NIEDER-TEJEDA

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: P
BARBARA NIEDER-TEJDA
3900 NORTH OCEAN DRIVE
LAUDERDALE BY THE SEA, FL. 33308 US

Title: VP
LAURIE GAM
3900 NORTH OCEAN DRIVE
LAUDERDALE BY THE SEA, FL. 33308 US

Article VIII

The effective date for this corporation shall be:

06/27/2011