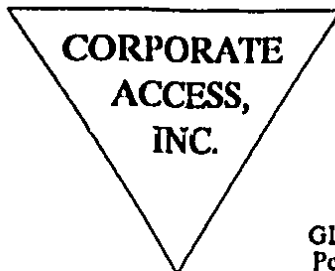


P95 0000 24212



1116-D Thomasville Road
Mount Vernon Square
Tallahassee, Florida 32303
(904) 222-2666
(904) 222-1666 (Fax)
(800) 969-1666

GLINDA P. BENNETT
Personal Representative

RECEIVED
95 MAR 27 AM 10:53
DIVISION OF CORPORATION

800001440318
-03/27/95--01047--001
****122.50 ****122.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Kids Communication Network, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 3-27/95 ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

EFFECTIVE DATE
03-21-95

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
95 MAR 27 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NANCY HENDRICKS MAR 28 1995

Examiner's Initials

**Articles of Incorporation
of
KIDS COMMUNICATION NETWORK, INC.**

FILED

95 MAR 27 14 11:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby forms a corporation under the laws of the State of Florida:

EFFECTIVE DATE

03-24-95

ARTICLE I. CORPORATE NAME

The name of this Corporation is:

KIDS COMMUNICATION NETWORK, INC.

ARTICLE II. MAILING ADDRESS OF CORPORATION

The mailing address of this Corporation is:

c/o KTG&S Registered Agent Corporation
1401 Brickell Avenue
Suite 700
Miami, Florida 33131

ARTICLE III. CAPITAL STOCK

The aggregate number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Hundred Thousand (100,000) shares of common stock having a par value of \$.001 per share. The Board of Directors of this Corporation shall have the power to divide and issue the Common Stock into one or more series and to determine the limitation and relative rights of each such series, consistent with the laws of the State of Florida. Shares of one series may be issued as a share dividend in respect of shares of another series.

ARTICLE IV. COMMENCEMENT AND TERM OF EXISTENCE

This Corporation shall commence its corporate existence on March 24, 1995. This Corporation shall have perpetual existence.

ARTICLE V. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation in the State of Florida and the Corporation's initial registered agent at that office shall be:

KTG&S Registered Agent Corporation
1401 Brickell Avenue
Suite 700
Miami, Florida 33131

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time as provided in the By-Laws, but shall never be less than one (1).

ARTICLE VII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

KTG&S Registered Agent Corporation
1401 Brickell Avenue
Suite 700
Miami, Florida 33131

ARTICLE VIII. AMENDMENT

These Articles of Incorporation may be amended in the manner prescribed by law, except that upon the issuance of shares, every

amendment must be approved by the Board of Directors of the Corporation before it is submitted to the shareholders of the Corporation for their approval.

ARTICLE IX. INDEMNIFICATION

Except as may otherwise be provided in the Bylaws of this Corporation, this Corporation shall indemnify its incorporators, officers and directors to the fullest extent permitted by law either now or hereafter in effect.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of March 24, 1995.

KTG&S Registered Agent Corporation

By:


Michael Kosnitzky,
Vice President

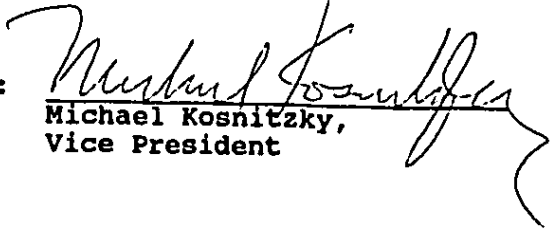
**CERTIFICATE ACCEPTING DESIGNATION AS
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 48.091 and
607.0501 of the Florida Statutes:

Having been appointed registered agent of KIDS COMMUNICATION
NETWORK, INC. in its Articles of Incorporation, at the place
designated in such Articles of Incorporation, the undersigned
hereby agrees to act in this capacity and affirms that it is
familiar with, and accepts, the obligations of such position.

KTG&S Registered Agent Corporation

By:


Michael Kosnitzky,
Vice President

Dated: March 24, 1995

EFFECTIVE DATE

03-24-95

FILED
95 MAR 27 PM 11:12
TALLAHASSEE, FLORIDA



P95000024212

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

WALK IN

PICK UP

10/16/96 1:00 PM

MB

CERTIFIED COPY _____ CUS _____

PHOTO COPY _____ FILING Amend

1.) Kids Communication Network, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

6.) _____
(CORPORATE NAME & DOCUMENT #)

7.) _____
(CORPORATE NAME & DOCUMENT #)

8.) _____
(CORPORATE NAME & DOCUMENT #)

9.) _____
(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

RA
Reign.

10/17/96

FILED
96 OCT 16 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
96 OCT 16 AM 10:06
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State
DIVISION OF CORPORATIONS

October 16, 1996

CORPORATE ACCESS, INC.

TALLAHASSEE, FL

SUBJECT: KIDS COMMUNICATION NETWORK, INC.
Ref. Number: P95000024212

Corrected
10/16
cm

We have received your document for **KIDS COMMUNICATION NETWORK, INC.** and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 996A00047477

RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of Section 607.0502(2), Florida Statutes, the undersigned, KTG&S REGISTERED AGENT CORPORATION, hereby resigns as Registered Agent for KIDS COMMUNICATION NETWORK, INC.

A copy of this resignation was mailed to the above listed corporation at its last known address.

Said resignation will take effect thirty (30) days after receipt of such notice and payment of fee to the Department of State.

KTG&S REGISTERED AGENT CORPORATION

By:


Marc H. Querbach, Esq.
PRESIDENT

FILED
96 OCT 16 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Samuel B. McMath
Secretary of State

November 2, 1996

P95000024212
KIDS COMMUNICATION NETWORK, INC.
100 SE 2ND ST.
28 FLOOR
MIAMI, FL 33131 US

SUBJECT: KIDS COMMUNICATION NETWORK, INC.
Ref. Number: P95000024212

Our records indicate the registered agent for the above named corporation resigned on October 16, 1996 and that the corporation currently does not have a registered agent designated.

Chapter 607, Florida Statutes, requires this office to give 60 days notice of our intent to dissolve a corporation for failure to appoint and maintain a registered agent.

This letter is our notice of intent to dissolve the above named corporation 60 days from the date of this letter if a registered agent is not properly designated.

Enclosed is registered agent designation application for you to complete and return with a filing fee of \$35.

If you should need any further information, please contact our office at (904)-487-6050.

Carol Mustain
Corporate Specialist



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 23, 1997

KIDS COMMUNICATION NETWORK, INC.
100 SE 2ND STREET
28 FLOOR
MIAMI, FL 33131

SUBJECT: KIDS COMMUNICATION NETWORK, INC.

Document #: P95000024212

Due to your failure to respond to our letter advising you of your corporation not maintaining a registered agent and giving you 60 days notice of our intent to dissolve the above corporation, this corporation is now administratively dissolved.

A Certificate of Dissolution is enclosed.

If you have any questions concerning this matter, please call (904) 487-6916.

Carol Mustain
Corporate Specialist
Amendment Section
Division of Corporations

Letter Number: 297A00003315



CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for KIDS COMMUNICATION NETWORK, INC., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of January 23, 1997 for failure to designate and maintain a registered agent, as required by law.

The document number of this corporation is P95000024212.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capitol, this the
Twenty-third day of January, 1997



CR2EO22 (2-95)

A handwritten signature in cursive script, reading "Sandra B. Northam".

Sandra B. Northam
Secretary of State