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904 222-0111  
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**CSC networks**  
PRINTED MAIL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 645302 105581A

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : July 20, 1995

ORDER TIME : 11:42 AM

ORDER NO. : 645302

CUSTOMER NO: 105581A

CUSTOMER: Len Aronoff, Esq  
LEN ARONOFF, ESQ

500001542405

1801 Lee Road, Suite 301

Winter Park, FL 32789

DOMESTIC FILING

NAME: BABY SHOES, INC.

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angela Lane

EXAMINER'S INITIALS:

T. BROWN JUL 21 1995

FILED  
65 JUL 20 AM 7:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles of Incorporation  
of  
Baby Shoes, Inc.

FILED  
95 JUL 20 AM 7:59  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as Incorporator of a corporation under the Florida General Corporation Act , adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is Baby Shoes, Inc.

The mailing address of the corporation is :

Suite 306  
1801 Lee Road  
Winter Park, Florida 32789

ARTICLE II - TERM OF EXISTENCE

The period of duration of the corporation is perpetual

ARTICLE III - NATURE OF BUSINESS

The general purpose for which the corporation is organized is to engage in general and related business and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United State, or by the foreign country. Additionally, to engage in any business or occupation that is lawful in the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 100 shares of stock, with a par value of \$1.00 per share. All 100 shares shall be issued upon incorporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows:

LEN ARONOFF, ESQUIRE  
1801 Lee Road, Suite 306  
Winter Park, Florida 32789

Initial Principal Office:

1801 Lee Road, Suite 306  
Winter Park, Florida 32789

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the initial director is:

JAMES W. SPRATT, III  
1801 Lee Rd., Suite 306  
Winter Park, FL 32789

ARTICLE VII - INCORPORATOR (S)

The name and address of the incorporator (s) signing these Articles of Incorporation are:

JAMES W. SPRATT, III  
1801 Lee Rd., Suite 306  
Winter Park, FL 32789

ARTICLE VIII - INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE IX - AMENDMENT OF THE ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

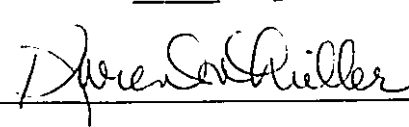
EXECUTED by the undersigned at Winter Park, Florida, this 11th day of July, 1995.

  
\_\_\_\_\_  
JAMES W. SPRATT, III

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, duly authorized in the State and County aforesaid, personally appeared James W. Spratt, III, to me known to be the person described as the subscriber, who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to the Articles of Incorporation.

WITNESS my hand and seal this 11th day of July, 1995.

  
\_\_\_\_\_  
Notary Public  
My commission expires:



KAREN M. MILLER  
COMMISSION # CC 413266  
EXPIRES OCT 13, 1998  
BONDED THRU  
ATLANTIC BONDING CO., INC.

ACCEPTANCE BY REGISTERED AGENT

I, LEN ARONOFF, ESQUIRE, agree to accept the designation of Registered Agent for Baby Shoes, Inc. and as such Registered Agent, I agree to accept Service of Process and to comply with all other requirements of Florida Statute, Chapter 607 which apply to my capacity as Registered Agent.

DATED this 12<sup>th</sup> day of July, 1995.

  
LEN ARONOFF, ESQUIRE

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, duly authorized in the State and County aforesaid, personally appeared Len Aronoff, Esquire, to me known to be the person described as the subscriber, who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to the Articles of Incorporation.

WITNESS my hand and seal this 11<sup>th</sup> day of July, 1995.



Notary Public  
My commission expires:



KAREN M. MILLER  
COMMISSION # CC 413266  
EXPIRES OCT 13, 1998  
BONDED THRU  
ATLANTIC BONDING CO., INC.

CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE  
SERVICE OF PROCESS WITHIN THE STATE OF  
FLORIDA, AND NAMING THE REGISTERED AGENT  
UPON WHOM PROCESS MAY BE SERVED

FILED  
JUL 20 1995  
CLERK OF COURT  
JUL 20 8 00

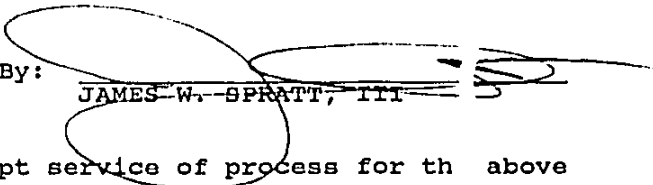
In compliance with Statutes 48.091 and 607.034 of the Florida  
Statutes, the following is submitted:

1. Baby Shoes, Inc., desiring to qualify under the laws of  
the State of Florida, with its principal place of business in the  
City of Winter Park, State of Florida, has named LEN ARONOFF,  
ESQUIRE, located at 1801 Lee Road, Suite 306, City of Winter Park,  
State of Florida, as its Registered Agent to accept service of  
process within the State of Florida.

DATED this 11<sup>th</sup> day of July, 1995.

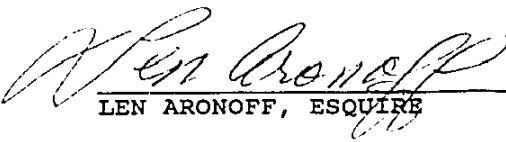
BABY SHOES, INC.

By:

  
JAMES W. SPRATT, III

Having been named to accept service of process for the above  
named corporation at the place designated above, I HEREBY AGREE TO  
ACT in this capacity and agree to comply with the provisions of all  
statutes relative to the proper and complete performance of my  
duties.

DATED this 11<sup>th</sup> day of July, 1995.

  
LEN ARONOFF, ESQUIRE