

P95000070305

TRANSMITTAL LETTER

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

70000015800027
-09/08/95--01001--006
*****70.00 *****70.00

SUBJECT: Tots "R" Us, Inc.
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 70.00.

FROM: Ballantyne Accounting Service, Inc.
Name
903 N. Pine Hills Road
Address
Orlando, FL 32808
City, State, & Zip
(407) 298-0122
Telephone Number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP -9 MID: 56

Note: Additional copy of articles is needed only when certified copy is requested.

9/13/95

FILED
CLERK OF STATE
CORPORATIONS

95 SEP -8 AM 10:56

ARTICLES OF INCORPORATION

THE UNDERSIGNED, for the purpose of forming a Corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

I

The name of the Corporation is: TOTS "P" US, INC. address of the Corporation's principal office is:

1442 PINE HILLS ROAD
ORLANDO, FL 32808

II

The duration of the Corporation is perpetual.

III

The purposes for which the Corporation is organized are:

1. TO PRACTICE THE PROFESSION OF CHILD CARE FOR THE GENERAL PUBLIC.
2. TO TRANSACT ANY OTHER BUSINESS THAT CORPORATIONS MAY LAWFULLY TRANSACT UNDER THE FLORIDA GENERAL CORPORATIONS ACT.

IV

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO ISSUE IS ONE THOUSAND (1000.00). SUCH SHARES SHALL BE OF A SINGLE CLASS AND SHALL HAVE A PAR VALUE OF 1 DOLLAR (\$1.00) PER SHARE.

V

The initial Officer(s) and Director(s) and their addresses of the Corporation are:

TOTS "R" US, INC.
1442 PINE HILLS ROAD
ORLANDO, FL 32808

VI

The street address of the initial registered office of the Corporation is:

1442 PINE HILLS ROAD
ORLANDO, FL 32808

VII

The name of the initial Registered Agent is:

KEISHA BODDEN

VIII

The number of directors constituting the initial Board of Directors of the Corporation is ONE (1). The name and address of the person who will serve as member of the initial Board of Directors is:

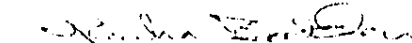
KEISHA BODDEN
1442 PINE HILLS ROAD
ORLANDO, FL 32808

IX

The name and address of each Incorporator are:

KEISHA BODDEN
1442 PINE HILLS ROAD
ORLANDO, FL 32808

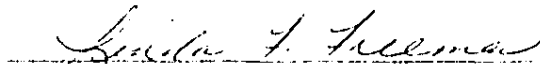
Executed by the undersigned at Orlando, FL on the 6th day of
SEPTEMBER 1995


KEISHA BODDEN

STATE OF FLORIDA)
COUNTY OF ORANGE)

BEFORE ME, the undersigned authority duly authorized in the State and
County aforesaid, personally appeared KEISHA BODDEN known to be the
person described as the subscriber and who executed the forgoing
Articles of Incorporation and that it is true and correct to the best
of my knowledge.

DATED this 6th day of SEPTEMBER 1995


Notary Public

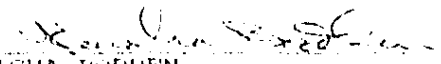


LINDA F. FREEMAN
My Commission CC370892
Expires Jun. 27, 1998
Bonded by HAI
800-422-1558

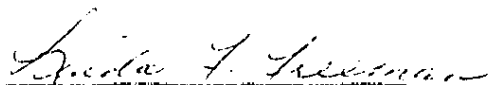
ACCELTANCE BY REGISTERED AGENT

I, KEISHA BODDEN, agree to accept the designation of Registered Agent for TOTS "R" US, INC. as the Registered Agent. I agree to accept service of Process and to comply with all the other requirements of the Florida Statutes, Chapter 607 which apply to my capacity as Registered Agent.

DATED this 6th day of SEPTEMBER 1995


KEISHA BODDEN

Sworn to and subscribed before me this 6th day of SEPTEMBER 1995


NOTARY PUBLIC

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LINDA F. FREEMAN
My Commission CC379692
Expires Jun. 27, 1998
Bonded by HAI
800-422-1555

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