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TRANSMITTAL LETTER

September 12, 1995

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

700001583897
-09/13/95--01051--010
****122.50 ****122.50

SUBJECT: KINETIC KIDS, INC.
(Proposed Corporate Name)

Enclosed is: ☒ an original and one (1) copy of the Articles of
Incorporation

☒ an original and one copy of the Certificate of
Designation of Registered Agent/Registered Office

Also enclosed is a check for \$122.50 for:

☒ Filing fee, Articles of Incorporation (\$25.00)
☒ Filing fee, Registered Agent Designation (\$25.00)
☒ Certified copy of Articles of Incorporation (\$72.50)

FROM: William E. Martin, Esq.
(Name)

2500 Howell Branch Road, #128
(Address)

Winter Park, FL 32792
(City, State & Zip)

407-678-6013
(Telephone Number)

RECEIVED
SEP 15 1995
PH 1:12
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Please file the enclosed documents and return a certified copy of the Articles of Incorporation to the above address. Thank you for your assistance.

Sincerely,

William E. Martin, Esq.
William E. Martin, Esq.

ARTICLES OF INCORPORATION OF A CORPORATION FOR PROFIT

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1 - NAME, PRINCIPAL OFFICE and MAILING ADDRESS:

KINETIC KIDS, INC. 1089 West Horse Boulevard, Winter Park FL 32789

ARTICLE 2 - AUTHORIZED SHARES: One Thousand (1,000) shares of common stock at a par value of One Dollar (\$1.00) per share.

The shareholders may authorize shares to be issued for consideration having a value at least equal to the full value of the shares to be so issued. The shareholders shall be the sole judges of the consideration exchanged for such shares and their judgment of such value shall be conclusive. All issued shares shall be fully paid and non-assessable as though paid for in cash. The shareholders shall have the right to increase the amount of authorized shares, either with or without nominal or par value, and to provide the designation, preference, voting power of, and other restrictions on, the same.

ARTICLE 4 - INITIAL REGISTERED AGENT/INCORPORATOR/INITIAL DIRECTOR and REGISTERED ADDRESS:

Suzanne Wilkinson, 1089 West Horse Boulevard, Winter Park FL 32789

ARTICLE 5 - DURATION AND COMMENCEMENT OF EXISTENCE. This corporation shall have perpetual existence and shall commence such existence on the date these Articles are executed if the same are filed with the Secretary of the State of Florida within five (5) days of said execution. If said Articles are not filed with the Secretary of the State of Florida within said five (5) days, the corporation shall commence its existence on the date these Articles are filed with said Secretary of State.

ARTICLE 6 - PURPOSE AND POWERS. The purpose of this corporation is to engage in and transact any lawful business or activity. To accomplish this purpose, this corporation shall have all of the powers conferred upon corporations or professional associations under the laws of the State of Florida.

ARTICLE 7 - AMENDMENTS TO ARTICLES: Every amendment to these Articles shall be approved by the shareholders by a majority of the shares entitled to vote thereon at a meeting called for such purposes.

ARTICLE 8 - SHAREHOLDERS ACTING IN LIEU OF DIRECTORS/OFFICERS: The business of this corporation shall be conducted by the shareholders of this corporation acting as, and in lieu of, directors. The shareholders shall be deemed directors of this corporation when their purchase of shares has been recorded in the share ledger of this corporation and shall collectively constitute the Board of Directors. Any action required by law to be performed by directors shall be taken by the shareholders acting as directors. Each shareholder shall have votes equal to the number of shares owned by said shareholder. Any action of the shareholders may be taken without a formal meeting if written consent setting forth the action taken is signed by all the shareholders entitled to vote if a meeting had been held. Said consent shall have the effect of a unanimous vote of the shareholders. The shareholders shall have the right to (1) issue unissued or treasury shares of this corporation for securities of this corporation convertible into a right to subscribe or acquire shares of this corporation and containing such conditions or rights, including preemptive rights, as the shareholders may deem proper, (2) approve the reasonable charges and expenses of incorporating this corporation, including attorney's fees and costs and the reasonable expenses and compensation for the sale or underwriting of the shares of this corporation and the same may be allowed to be paid out of the consideration received by the corporation for the issuance of the shares without thereby impairing the fully paid and non-assessable status of such shares, and (3) adopt, alter, amend or repeal the By-Laws of this corporation. The By-Laws may contain any provision for the regulation and management of the affairs of this corporation not inconsistent with law or these Articles of Incorporation. Any shareholder may appoint another person to serve in the shareholder's stead.

IN WITNESS WHEREOF, I execute these Articles of Incorporation. The Undersigned accepts the duties of registered agent of this corporation.

Suzanne Wilkinson 9/11/95
Incorporator/Initial Director Date

Suzanne Wilkinson 9/11/95
Registered Agent Date

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

FILED
95 SEP 13 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is : KINETIC KIDS, INC.

2. The name and address of the registered agent and office is:

Suzanne Wilkinson
(Name)

1089 West Morse Boulevard
(Street Address)

Winter Park, Florida 32789
(City/State/Zip)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Suzanne Wilkinson
(Signature)

7/11/95
(Date)