

P96000022769

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

Re: Articles of Incorporation for:  
BABY VISION, INC.

Feb. 29, 1996

To whom it may concern;

Enclosed please find two notarized copies of the Articles of Incorporation for BABY VISION, INC. and the filing fee of \$122.50.

Respectfully,

*Eve Bergantino*  
Eve E. Bergantino

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 MAR -5 AM 11:54

Michael Bergantino  
5427 Mangate  
Smyth, FL 34606

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3/13



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 5, 1996

EVE E. BERGANTINO  
5427 MOONGATE RD.  
SPRING HILL, FL 34606

SUBJECT: BABY VISION, INC.  
Ref. Number: W96000004860

We have received your document for BABY VISION, INC. and your check(s) totaling \$100.00. However, the document has not been filed and is being retained in this office for the following:

Please note the money amounts differ on the check. Please send a corrected check for the proper amount. The correct amount is \$122.50.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng  
Document Specialist

Letter Number: 296A00009670

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
69 MAR -5 AM 11:54

**ARTICLES OF INCORPORATION  
OF**

**BABY VISION, INC.**

**ARTICLE 1: NAME AND ADDRESS**

The name of this corporation is: Baby Vision, Inc. the address is 5427 Moongate Rd. Spring Hill, Florida, 34606.

**ARTICLE 2: DURATION**

This Corporation shall exist perpetually. In accordance with Section 607.0203, the date when existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

**ARTICLE 3: PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE 4: CAPITAL STOCK**

This Corporation is authorized to issue 5000 shares of stock \$1.00 par value common stock.

**ARTICLE 5: INITIAL REGISTERED AGENT AND OFFICE**

The street address of the initial registered office of this corporation is 5427 Moongate Rd. Spring Hill, Florida, 34606, and the name of the registered agent of this corporation at that address is Eve E. Bergantino.

**ARTICLE 6: INITIAL BOARD OF DIRECTORS**

This Corporation initially shall have three directors. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than three. The name and address of the initial directors of this Corporation is:

Michael V. Bergantino

5427 Moongate Rd.  
Spring Hill, Fl 34606

Eve E. Bergantino

5427 Moongate Rd.  
Spring Hill, Fl 34606

Judith A. Bergantino

9540 Delray Dr.  
• New Port Richey, Fl  
34654

#### ARTICLE 7: INCORPORATOR

The name and address of each person signing these Articles is:

Eve E. Bergantino

5427 Moongate Rd.  
Spring Hill, Fl 34606

#### ARTICLE 8: PREEMPTIVE RIGHTS

Each holder of the common stock of this Corporation shall have the first right (subject to adjustment to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of the issue bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the stock thirty days of his receipt of written notice from this Corporation inviting him to exercise such right.

#### ARTICLE 9: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE 10: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

RECORDED  
INDEXED  
96 MAR -5 AM 11:54  
CHIEF CLERK  
CORPORATION

ARTICLE 11: AMENDMENT

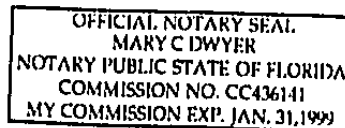
This Corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 29th day of February, 1996

Eve E. Bergantino  
Eve E. Bergantino

STATE OF FLORIDA  
COUNTY OF HERNANDO

The foregoing Articles of Incorporation were acknowledged before me this 29th day of FEBRUARY, 1996 by Eve E. Bergantino who is personally known to me.



Mary C. Dwyer  
My commission expires  
1/31/99

ACCEPTANCE BY REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Eve Bergantino  
EVE E. BERGANTINO