

P96000038288

MORGAN, CARRATT AND O'CONNOR, P.A.

HARRY G. CARRATT
FRANCIS D. O'CONNOR
TERRENCE P. O'CONNOR
MICHAEL E. O'CONNOR
GUD H. CARRATT
CHARLES H. MORGAN
(RETIRED)

SUITE 200 ADAMS BUILDING
8001 EAST OAKLAND PARK BOULEVARD
FORT LAUDERDALE, FLORIDA 33308

TELEPHONE 885-0801
AREA CODE 954

April 24, 1996

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

000001799430
-04/29/96--01092--005
****122.50 ****122.50

Re: Travelin' Baby, Incorporated

Dear Sirs:

Enclosed please find original and copy of Certificate of Incorporation of the above company, together with our check in the sum of \$122.50 as filing fee, registered agent designation and certified copy.

Very truly yours,

MORGAN, CARRATT AND O'CONNOR, P.A.

By

Harry G. Carratt

HGC:sbs
encls.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 29 PM 1:25

4/25/96

FILED
CLERK OF THE STATE
OFFICE OF CORPORATIONS

96 APR 27 PM 1:25

CERTIFICATE OF INCORPORATION
OF

TRAVELIN' BABY, INCORPORATED

The undersigned does hereby form a corporation under the laws of the State of Florida by and under the provisions of the Statutes of said State, providing for the formation, rights, privileges, immunities and liabilities of corporations for profit.

ARTICLE I

The name of the corporation shall be TRAVELIN' BABY, INCORPORATED, and its mailing address is 901 So. Federal Highway, Suite 201, Ft. Lauderdale, FL 33316.

ARTICLE II

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share. All of the shares of capital stock of the corporation are to be issued fully paid and non-assessable.

The holders of the common stock of the corporation shall have no pre-emptive rights as such holders to acquire

any shares of stock or securities of any class that may at any time be issued by the corporation.

ARTICLE IV

The street address of the initial registered office of the corporation in the State of Florida until same is changed by authority and direction of the Board of Directors shall be as follows: 901 So. Federal Highway, Suite 201, Ft. Lauderdale, FL 33316.

The initial registered agent is CATHERINE WHIDDON.

ARTICLE V

The business of the corporation shall be initially managed by a Board of Directors consisting of five (5) members. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than the number required by law. No decrease in the number of directors shall shorten the term of any incumbent director. A quorum for the holding of a meeting of the Board of Directors on behalf of the corporation shall be by a majority of the members thereof. The directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though a formal meeting had been held, pursuant to call being duly made, and

as though the said act had been done and authorized at a meeting at which a quorum had been present.

ARTICLE VI

The names and post office addresses of the members of the first Board of Directors who, subject to the provisions of this Certificate of Incorporation, the by-laws of the corporation, and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected or appointed and shall have qualified, are as follows:

<u>Name</u>	<u>Address</u>
Catherine Whiddon	901 So. Federal Highway, #201, Ft. Lauderdale, FL 33316
Karen Bellows	1622 E. Lake Drive Ft. Lauderdale, FL 33316
Gene A. Whiddon	901 So. Federal Highway, #201, Ft. Lauderdale, FL 33316
Gregory Bellows	1622 E. Lake Drive Ft. Lauderdale, FL 33316
Robert H. Levit	901 Southern Oak Lane Apopka, FL 32712.

ARTICLE VII

The names and post office addresses of each incorporator to these Articles of Incorporation, are as follows:

<u>Name</u>	<u>Address</u>
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Catherine Whiddon

901 So. Federal Highway, #201,
Ft. Lauderdale, FL 33316

Karen Bellows

1622 E. Lake Drive
Ft. Lauderdale, FL 33316.

ARTICLE VIII

The capital stock of this corporation may be paid for in money, property, labor or services, at a just valuation to be fixed by the Board of Directors. Stock in other corporations, or interests in other businesses, may be purchased by the corporation in return for the issuance of its capital stock, and the number of shares of stock of the corporation to be given as consideration for the stock of other corporations or interests in other businesses shall be determined by the Board of Directors of the corporation at a just valuation.

ARTICLE IX

The stockholders of the corporation are authorized to enter into agreements among themselves limiting the transferability and assignability of their shares of stock of the corporation, and/or conferring upon each other pre-emptive rights of purchase of stock owned by them in the corporation as a condition precedent to the sale of their shares of stock, and any such agreement of which the corporation has notice shall be recognized and observed by the directors, officers and agents of the corporation.

ARTICLE X

The initial by-laws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the by-laws or to adopt new by-laws shall be vested in the Board of Directors. The by-laws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with these Articles of Incorporation.

ARTICLE XI

At a special meeting of the shareholders expressly called for that purpose, any director or the entire Board of Directors may be removed with or without cause by a vote of the holders of a majority of the shares then entitled to vote at an election of directors.

ARTICLE XII

The corporation reserves the right from time to time to amend, alter, or repeal any provision in the Articles of Incorporation in any manner now or hereafter permitted by any applicable statute.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23rd day of Apr., 1996.

Catherine Whiddon
Catherine Whiddon

Karen Bellows
Karen Bellows

STATE OF FLORIDA)
COUNTY OF BROWARD)

Before me, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared CATHERINE WHIDDON, to me well known to be the person who executed the foregoing Certificate of Incorporation, and she acknowledged before me that she executed same for the purposes therein expressed. Form of identification: personally known; an oath (was not) taken.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 22 day of April, 1996.



SUZANNE B. SPEHR
COMMISSION # CC 368652
EXPIRES JUN 18, 1998
BONDED THRU

ATLANTIC BONDING CO., INC.
STATE OF FLORIDA
COUNTY OF BROWARD }

Suzanne B. Spehr
Notary Public
Typed name of notary: Suzanne B. Spehr

Before me, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared KAREN BELLWS, to me well known to be the person who executed the foregoing Certificate of Incorporation, and she acknowledged before me that she executed same for the purposes therein expressed. Form of identification: Florida driver's license No. B420-513-59-622-8; an oath (was not) taken.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 23 day of April, 1996.



SUZANNE B. SPEHR
COMMISSION # CC 368652
EXPIRES JUN 18, 1998
BONDED THRU

ATLANTIC BONDING CO., INC.

Suzanne B. Spehr
Notary Public
Typed name of notary: Suzanne B. Spehr

ACCEPTANCE BY REGISTERED AGENT

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

Catherine C Whiddon
Registered agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
APR 29 PM 1:25

P96000038288
MORGAN, CARRATT AND O'CONNOR, P.A.

HARRY G. CARRATT
FRANCIS D. O'CONNOR
TERENCE P. O'CONNOR
MICHAEL P. O'CONNOR
GUS D. CARRATT
CHARLES R. MORGAN
(REFERRED)

SUITE 600 ADAMS BUILDING
2000 EAST OAKLAND PARK BOULEVARD
FORT LAUDERDALE, FLORIDA 33308
TELEPHONE 352-5050
AREA CODE 954

October 3, 1997

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

400002812174--8
-10/06/97--01046--015
*****87.50 *****87.50

RE: Certificate of Amendment to Articles of Incorporation of Travelin' Baby,
Incorporated.

Gentlemen:

Enclosed please find original and copy of Certificate of Amendment to Articles of
Incorporation of Travelin' Baby, Incorporated together with our check in the amount of
\$87.50 for filing of the enclosed Amendment together with a certified copy of the Certificat
of Amendment after it has been filed with your office.

Very truly yours,

MORGAN, CARRATT AND O'CONNOR, P.A.

By

Harry G. Carratt

HGC/dl
Encls.

FILED
97 OCT 21 AM 9:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dec
10/21

Amend

**CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION
OF TRAVELIN' BABY, INCORPORATED**

Travelin' Baby, Incorporated, a corporation incorporated under the laws of Florida on
April 29, 1996, hereby amends Article III of the Articles of Incorporation to read as follows:

ARTICLE III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is (25,000) shares of common stock having a par value of One Dollar (\$1.00) per share. All of the shares of capital stock of the corporation are to be issued fully paid and non-assessable.

The holders of the common stock of the corporation shall have no pre-emptive rights as such holders to acquire any shares of stock or securities of any class that may at any time be issued by the corporation.

This amendment shall be effective upon the filing of this certificate in the office of the Department of State of the State of Florida. **The date of adoption of this Amendment is September 16, 1997.**

IN WITNESS WHEREOF the Corporation has caused these presents to be executed by its duly authorized officers named below this ^{September} 16 day of May, 1997.

ATTEST TO :

Travelin' Baby, Incorporated

Karen Bellows
Karen Bellows

Catherine Whiddon
Catherine Whiddon as President

**CONSENT OF DIRECTORS AND STOCKHOLDERS TO AMENDMENT TO
ARTICLES OF INCORPORATION OF TRAVELIN' BABY, INCORPORATED**

The undersigned being all of the members of the Board of Directors and all of the stock holders of Travelin' Baby, Incorporated, a Florida Corporation, here unanimously consent to

among the Articles of Incorporation of said corporation to read as set forth above.

Catherine Whiddon

Catherine Whiddon, Director and Stockholder

Karen Bellows

Karen Bellows, Director and Stockholder

Gene A. Whiddon

Gene A. Whiddon, Director

Gregory Bellows

Gregory Bellows, Director

STATE OF FLORIDA)

COUNTY OF BROWARD)

I HEREBY CERTIFY that before me, the undersigned authority, duly authorized to administer oaths and take acknowledgments, that this date personally appeared, Catherine Whiddon, Karen Bellows, Gene A. Whiddon, and Gregory Bellows, and known to me to be the person described in and who executed the foregoing instrument, and they acknowledged before me that they are the sole stockholders and directors of Travelin' Baby, Incorporated and that they executed the foregoing consent. (Check one) ☒ Said person(s) is/are known to me. ☐ Said person(s) provided the following type of identification _____.

NOTARY RUBBER STAMP SEAL

Witness my hand and official seal in the County and State last aforesaid this 16 day of September, A.D., 1997.

Christine C. Corish

Notary Signature

Printed Name: Christine Corish



"OFFICIAL SEAL"
Christine C. Corish
My Commission Expires 2/27/2000
Commission #CC 535014

LAW OFFICES

MORGAN, CARRATT AND O'CONNOR, P.A.

HARRY G. CARRATT
FRANCIS D. O'CONNOR
TERENCE P. O'CONNOR
MICHAEL E. O'CONNOR
DUB H. CARRATT
CHARLES R. MORGAN
(IN DEED)

ONE NEW ADAMS BUILDING
2501 EAST OAKLAND PARK BOULEVARD
FORT LAUDERDALE, FLORIDA 33309

TELEPHONE 365-0000
AREA CODE 954

October 16, 1997

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

Attn: Teresa Brown, Corporate Specialist

RE: Certificate of Amendment to Articles of Incorporation of Travelin' Baby,
Incorporated.

Ms. Brown:

Enclosed please find original and copy of corrected Certificate of Amendment to Articles of Incorporation of Travelin' Baby, Incorporated together with copy of your letter dated October 10, 1997. I had previously forward a check in the amount of \$87.50 for filing of the enclosed Amendment together with a certified copy of the Certificate of Amendment after it has been filed with your office.

Very truly yours,

MORGAN, CARRATT AND O'CONNOR, P.A.

By


Harry G. Carratt

HGC/dl
Encls.



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

October 10, 1997

HARRY G. CARRATT
MORGAN, CARRATT AND O'CONNOR, P.A.
2601 E. OAKLAND PARK BLVD., SUITE 500
FORT LAUDERDALE, FL 33306

SUBJECT: TRAVELIN' BABY, INCORPORATED
Ref. Number: P96000038288

We have received your document for TRAVELIN' BABY, INCORPORATED 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 date of adoption of each amendment must be included in the document.

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 (850) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 297A00049761