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PROFESSIONAL LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 0721000000032

REFERENCE : 976749 11973A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pizzuto

ORDER DATE : June 5, 1996

ORDER TIME : 11:01 AM

ORDER NO. : 976749

CUSTOMER NO: 11973A

600001852456

CUSTOMER: Roberto L. Palenzuela, Esq
ROBERTO L. PALENZUELA, ESQ

Suite 310
14411 Commerce Way
Hialeah, FL 33016

DOMESTIC FILING

NAME: LITTLE PEOPLE'S VILLAGE

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

gf
6/5/96

FILED
SECRETARY OF STATE
CORPORATIONS
55 JUN -5 PM 3:38

ARTICLES OF INCORPORATION

OF

LITTLE PEOPLE'S VILLAGE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN -5 PM 3:30

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is Little People's Village, Inc., and its address is 3109 W. Hallandale Beach Blvd., Suite 102, Pembroke Park, Florida 33009.

ARTICLE II

DURATION

The duration of the corporation is perpetual.

ARTICLE III

PURPOSES

The general purposes for which the corporation is organized are:

(1) To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 7,500. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is: 701 Brickell Avenue, Suite 2150, Miami, Florida 33131, and the name of its initial registered agent at such address is Roberto L. Palenzuela.

ARTICLE VI

DIRECTORS

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one (1). The number of directors constituting the initial board of directors is one (1). The name and address of the person who is to serve as member of the initial board of directors is:

Howard Chusid
3109 W. Hallandale Beach Blvd.
Suite 102
Fembroke Park, Florida 33009

ARTICLE VII

INCORPORATOR

The name and address of the incorporator is:

Roberto L. Palenzuela
701 Brickell Avenue, Suite 2150
Miami, Florida 33131

ARTICLE VIII

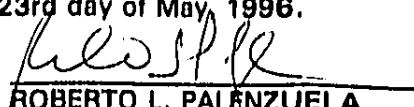
INDEMNIFICATION

FILED
CLERK OF STATE
CORPORATIONS

96 JUN -5 PM 3:30

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned, on the 23rd day of May, 1996.


ROBERTO L. PALENZUELA

STATE OF FLORIDA)

)ss:

COUNTY OF DADE)

BEFORE ME, personally appeared Roberto L. Palenzuela, to me well known to be the person described in and who subscribed the above Articles of Incorporation and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

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


NOTARY PUBLIC

My Commission Expires:

LAURA FERNANDEZ

MY COMMISSION # CC363104 EXPIRES

April 10, 1998

BONDED THRU TROY FARM INSURANCE, INC.

ACKNOWLEDGEMENT OF APPOINTMENT BY REGISTERED AGENT

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.


ROBERTO L. PALENZUELA
REGISTERED AGENT