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REFERENCE : 073317 89162A

AUTHORIZATION 1 Tallicus

COST LIMIT : \$ 122.50

ORDER DATE : September 3, 1996

ORDER TIME : 4:04 PM

ORDER NO. 1 073317

CUSTOMER NO: 89162A

600001937946

CUSTOMER: Ms. Sally Stauffer

ANANIA BANDKLAYDER &

BLACKWELL, P.A.

Suite 3300, international Place

100 S.e. Second Street

Miami, FL 33131

DOMESTIC FILING

NAME: KIDZ TRAKKER, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

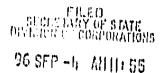
XX CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OP

KIDZ TRAKKER, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

KIDZ TRAKKER, INC.

The address of the principal office of this corporation shall be 9420 Southwest 77th Avenue, Miami, Florida 33156-7903, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Stuart Cauff Dir.

9420 Southwest 77th Avenue Miami, Florida 33156-7903

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall held office for the first year of the corporation, or until their successors are elected or appointed are:

Stuart Cauff Pres. 9420 Southwest 77th Avenue Miami, Florida 33156-7903

Brian Milstein Sec. Same

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on September 3, 1996.

It's Agent, Deborah D. Skipper

Incorporator



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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: NCLO(Ah N. SKIPAN)

It's Agent, Deborah D. Skipper
Authorized Service Representative
Corporation Service Company

ACG/mke