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1201 W. STREET  
TALLAHASSEE, FL 32310-607  
904-221-9171  
904-221-9093 FAX

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PRENTICE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 172342 155174A

AUTHORIZATION :

*Patricia Pizant*

COST LIMIT : \$ 70.00

96 DEC -3 AM 10:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : December 2, 1996

ORDER TIME : 11:49 AM

ORDER NO. : 172342-005

200002018742--1

CUSTOMER NO: 155174A

CUSTOMER: Mr. Sol Kline  
MR. SOL KLINE

Suite 307  
320 Plaza Real  
Boca Raton, FL 33432

RECEIVED

96 DEC -3 PM 2:09

DOMESTIC FILING

NAME: KIDS HEALTH NETWORK, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Thelmon Washington

EXAMINER'S INITIALS: \_\_\_\_\_

*TH*  
*12-4-96*

ARTICLES OF INCORPORATION  
OF  
KIDS HEALTH NETWORK, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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:

KIDS HEALTH NETWORK, INC.

The address of the principal office of this corporation shall be 320 Plaza Real, Suite 307, Boca Raton, Florida 33432, 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 100,000,000 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 name and address of the initial member of the Board of Directors are:

Sol Kline  
Dir.

320 Plaza Real, Suite 307  
Boca Raton, Florida 33432

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TALLAHASSEE, FLORIDA

ARTICLE VII. INCORPORATOR

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

Corporate Agents, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

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

Deborah D. Skipper

It's Agent, Deborah D. Skipper  
Incorporator

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

TFR/THW