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-01/24/97--01033--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Worth Your Dough, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in    ☐ Pick up time \_\_\_\_\_    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☐ Photocopy    ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

97 FEB 28 PM 2:03  
TAMPA, FLORIDA  
EFFECTIVE DATE  
3-1-97

FEB 28

JAN 29 135B  
509,625  
W97-2231

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 29, 1997

WORTH YOUR DOUGH  
9230 LAZY LANE  
TAMPA, FL 33614

SUBJECT: WORTH YOUR DOUGH, INC.  
Ref. Number: W97000002231

We have received your document for WORTH YOUR DOUGH, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must be identical throughout the document.

The effective date is not acceptable since it is not within five working days of the date of receipt.

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 (904) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 097A00004655

**ARTICLES OF INCORPORATION**

**OF**

**WORTH YOUR DOUGH, Inc.** STATE OF FLORIDA

**FILED**

97 FEB 28 PM 2: 09

THE UNDERSIGNED, to these articles of Incorporation, a natural person competent to contract, hereby forms a Corporation for profit under the Laws of the State of Florida.

**EFFECTIVE DATE**  
3-1-97

**ARTICLE 1 - NAME**

The name of the Corporation shall be WORTH YOUR DOUGH, INC.

**ARTICLE 11 - NATURE OF BUSINESS**

The general character or nature of the business to be transacted by this Corporation is:

- a) To primarily engage in the manufacturing of children's accessories of consumer goods for sale.
- b) To engage in any other lawful business, trades, occupations and professions, as permitted under the Laws of the United States and the State of Florida.
- c) To acquire by purchase, lease, or otherwise, lands and interest in lands, and to own, hold, improve, and manage any real estate so acquired and to erect, or cause to be erected on any lands owned, held or occupied by the Corporation, buildings or other structures, public or private, with their appurtenances, and to manage operate, lease, rent, rebuild, enlarge, alter, or improve any building or other structures, now or hereafter erected on any lands so owned, held or occupied, and to encumber or dispose of any lands, or interest in lands, by the Corporation; to buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds, improved or unimproved, and any right or interest there in.

- d) To engage in the retail, wholesale, and manufacturing business in any and all fields and to do all things necessary to engage in any type of business generally.
- e) To acquire, by purchase, lease, manufacture, or otherwise any personal property deemed necessary or useful in the equipment furnishings, improvement, development of management of any property, real or personal, at any time owned, held or occupied by the Corporation, and to invest, trade and deal in any lease, rent, encumber or dispose of any personal property at any time owned or held by the Corporation.
- f) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.
- g) To purchase the corporate assets of any other corporation and engage in the same or other character of business, including repurchase of its own shares.
- h) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida or any other state government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- i) To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association, or corporation, and to transact any further and other business necessarily connected with the purposes of this Corporation, or calculated to facilitate the same, including purchase of its own shares.

- j) To carry on any or all of its operations and businesses and to promote its objects within the State of Florida or elsewhere, without restrictions as to place or amount, and to have, use, exercise and enjoy all of the general powers of like corporations.
- k) To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, alone or in company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the business or acts abovenamed.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article shall be in anyway limited or restricted by reference to or inference from the terms of any other objects, powers or clauses of this Article of any other Articles, but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

#### **ARTICLE 111 - CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is 20,000 shares of common stock, par value \$1.00.

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

#### **ARTICLES IV - TERMS OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE V - BUSINESS ADDRESS**

The business address of the Corporation shall be:

9230 Lazy Lane

Tampa, FL. 33614

#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The initial Registered Office of this Corporation is to be:

2424 W. Tampa Bay A-108

Tampa, Florida 33607

The initial Registered Agent of this Corporation is:

Joyce McCord

#### **ARTICLE V11 - DIRECTORS**

The Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one (1).

#### **ARTICLE V111 - INITIAL DIRECTORS**

The names and addresses of the first Board of Directors, who shall hold office until their successors are elected and have qualified, are as follows:

Dawn McBride

4209 Interlake Drive

Tampa, Florida 33624

#### **ARTICLE IX - INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is:

Dawn McBride

4209 Interlake Drive

Tampa, Florida 33624

#### **ARTICLE X - EFFECTIVE DATE**

The Articles of Incorporation shall be effective as of ~~MARCH~~ 01, 1997.

#### **ARTICLE XI - AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

THE UNDERSIGNED acknowledged and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this 16 day of January 1997.

  
DAWN McBRIDE  
INCORPORATOR

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED:

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:

FIRST – THAT WORTH YOUR DOUGH, <sup>INC.</sup> DESIRING TO ORGANIZE OR QUALIFY  
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF  
BUSINESS IN THE CITY OF TAMPA, STATE OF FLORIDA, HAS NAMED JOYCE  
MCCORD, LOCATED AT CITY OF TAMPA, STATE OF FLORIDA, AS ITS AGENT  
TO ACCEPT SERVICE OR PROCESS WITHIN FLORIDA.

*Naum McBride*  
CORPORATE OFFICER  
*Owner*  
TITLE  
*1/16/97*  
DATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO  
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE  
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

*Joyce A. McCord*  
RESIDENT AGENT  
*1/16/97*  
DATE

**ARTICLES OF INCORPORATION**  
**OF**  
**WORTH YOUR DOUGH**

THE UNDERSIGNED, to these articles of Incorporation, a natural person competent to contract, hereby forms a Corporation for profit under the Laws of the State of Florida.

**ARTICLE 1 - NAME**

The name of the Corporation shall be **WORTH YOUR DOUGH, INC.**

**ARTICLE 11 - NATURE OF BUSINESS**

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- a) To primarily engage in the manufacturing of children's accessories of consumer goods for sale.
- b) To engage in any other lawful business, trades, occupations and professions, as permitted under the Laws of the United States and the State of Florida.
- c) To acquire by purchase, lease, or otherwise, lands and interest in lands, and to own, hold, improve, and manage any real estate so acquired and to erect, or cause to be erected on any lands owned, held or occupied by the Corporation, buildings or other structures, public or private, with their appurtenances, and to manage operate, lease, rent, rebuild, enlarge, alter, or improve any building or other structures, now or hereafter erected on any lands so owned, held or occupied, and to encumber or dispose of any lands, or interest in lands, by the Corporation; to buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds, improved or unimproved, and any right or interest there in.

- d) To engage in the retail, wholesale, and manufacturing business in any and all fields and to do all things necessary to engage in any type of business generally.
- e) To acquire, by purchase, lease, manufacture, or otherwise any personal property deemed necessary or useful in the equipment furnishings, improvement, development of management of any property, real or personal, at any time owned, held or occupied by the Corporation, and to invest, trade and deal in any lease, rent, encumber or dispose of any personal property at any time owned or held by the Corporation.
- f) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.
- g) To purchase the corporate assets of any other corporation and engage in the same or other character of business, including repurchase of its own shares.
- h) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida or any other state government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- i) To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association, or corporation, and to transact any further and other business necessarily connected with the purposes of this Corporation, or calculated to facilitate the same, including purchase of its own shares.

- j) To carry on any or all of its operations and businesses and to promote its objects within the State of Florida or elsewhere, without restrictions as to place or amount, and to have, use, exercise and enjoy all of the general powers of like corporations.
- k) To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, alone or in company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the business or acts abovenamed.

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#### **ARTICLES IV - TERMS OF EXISTENCE**

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#### **ARTICLE V - BUSINESS ADDRESS**

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#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

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2424 W. Tampa Bay A-108

Tampa, Florida 33607

The initial Registered Agent of this Corporation is:

Joyce McCord

#### **ARTICLE VII - DIRECTORS**

The Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one (1).

#### **ARTICLE VII.1 - INITIAL DIRECTORS**

The names and addresses of the first Board of Directors, who shall hold office until their successors are elected and have qualified, are as follows:

Dawn McBride

4209 Interlake Drive

Tampa, Florida 33624

#### **ARTICLE IX - INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is:

Dawn McBride

4209 Interlake Drive

Tampa, Florida 33624

#### **ARTICLE X - EFFECTIVE DATE**

The Articles of Incorporation shall be effective as of ~~MARCH~~ 01, 1997.

#### **ARTICLE XI - AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

THE UNDERSIGNED acknowledged and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this 16 day of January 1997.

  
DAWN McBRIDE  
INCORPORATOR

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BUSINESS IN THE CITY OF TAMPA, STATE OF FLORIDA, HAS NAMED JOYCE  
MCCORD, LOCATED AT CITY OF TAMPA, STATE OF FLORIDA, AS ITS AGENT  
TO ACCEPT SERVICE OR PROCESS WITHIN FLORIDA.

*David McBride*  
CORPORATE OFFICER

*Owner*  
TITLE

*1/16/97*  
DATE

FILED  
97 FEB 28 PM 2:09  
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO  
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE  
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

*Joyce A. McCord*  
RESIDENT AGENT

*1/16/97*  
DATE