

P970000 44671



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 398015 130826A

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : May 20, 1997

ORDER TIME : 9:46 AM

ORDER NO. : 398015-005

CUSTOMER NO: 130826A

CUSTOMER: Mr. Allen A. Steinhorn
ALLEN STEINHORN & CO., INC.

200002185152--0

Suite 600
1001 North U.S. Highway One
Jupiter, FL 33477

DOMESTIC FILING

NAME: BABY DOLLS, 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
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

57 MAR 20 PM 1:40
TALLAHASSEE, FLORIDA
STATE

57 MAR 20 PM 1:40
DIVISION OF CORPORATIONS

84 MAY 20 1997

ARTICLES OF INCORPORATION

OF

BABY DOLLS, INC.

FILED

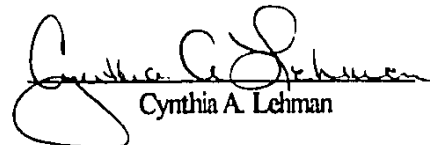
97 MAY 20 PM 1:40

TALLAHASSEE, FLORIDA

- FIRST: The name of this Corporation is Baby Dolls, Inc.
- SECOND: This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- THIRD: The Corporation is authorized to issue 1,000 shares of common stock, par value of one dollar per share.
- FOURTH: The Corporation's principle place of business is 12282 Prosperity Farms Road, Palm Beach Gardens, FL 33410.
- FIFTH: The street address of the initial registered office of this Corporation is 12282 Prosperity Farms Road, Palm Beach Gardens, FL 33410 and the initial registered agent of this Corporation at that address is Cynthia A. Lehman.
- SIXTH: This Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of this Corporation is Cynthia A. Lehman, 12282 Prosperity Farms Road, Palm Beach Gardens, FL 33410.
- SEVENTH: The name and address of the incorporator of this Corporation is Cynthia A. Lehman, 12282 Prosperity Farms Road, Palm Beach Gardens, FL 33410.
- EIGHTH: This Corporation shall indemnify, defend, and save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.
- NINTH: This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of

Incorporation this 12 day of May, 1997.

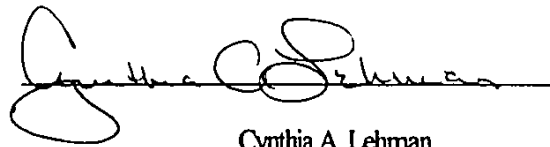

Cynthia A. Lehman

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

Pursuant to Chapter 607, Florida Statutes, having been named to accept service of process for Baby Dolls, Inc. at the place designated in the certificate, I hereby accept the designation to act in this capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, relative to keeping open said office.



Cynthia A. Lehman

FILED
97 MAY 20 PM 1:40
TALLAHASSEE, FLORIDA