(905) 827-9433 FAX: (905) 827-9519

June 10, 1997

Division of Corporations Department of State P. O. Box 6327 Tallahassee, FL 32314

000002209990--7 -06/12/97--01031--001 ****122.50 ****122.50

Re: TURNIP-KIDS CORPORATION

Dear Sir:

Enclosed please find the following:

- 1. Original and one copy of the Articles of Incorporation of TURNIP-KIDS CORPORATION.
- 2. Original and one copy of the Acceptance of Registered Agent.
- 3. Check made payable to your office in the amount of \$122.50 for the filing fee, certified copy and Registered Agent Designation in this corporation.

Please file this corporation and return a certified copy of the Articles to my office as soon as possible.

Thanking you in advance for your cooperation in this matter.

Sincerely yours,

THOMAS HOLDEN Attorney at Law

TH/jes Enclosures SECRETARY OF STATE ORVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

SECRETARY OF STATE OF CORPORATIONS

97 JUH 12 Pill2: 11

OP.

TURNIP-KIDS CORPORATION

THE UNDERSIGNED subscriber to these Articles of Incorporation hereby forms a corporation under the Laws of the State of Florida.

ARTICLE 1

The name of this corporation is TURNIP-KIDS CORPORATION.

ARTICLE II

This corporation shall have a perpetual existence.

ARTICLE III

The corporation is organized to engage in any business or purpose lawful under the Laws of the State of Florida.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) shares of common stock, having no par value.

ARTICLE V

The amount of capital with which this corporation will begin business is not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE VI

The initial post office address of the principal office of this corporation in the State of Florida is 7145 Miami Lakes Drive, #R-22, Miami Lakes, FL 33014 and the name of the initial registered agent shall be LILLIAN JENSEN located at 7145 Miami Lakes Drive, #R-22, Miami Lakes, FL 33014.

Page 1 of 3

ARTICLE VII

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by amendments to the By-Laws, but shall never be less than the number shown in this Article. The name and address of the initial director of this corporation is:

LILLIAN JENSEN

7145 Miami Lakes Drive, #R-22 Miami Lakes, FL 33014

ARTICLE VIII

The name and address of the person signing these Articles as Incorporator is:

LILLIAN JENSEN

7145 Miami Lakes Drive, #R-22 Miami Lakes, FL 33014

ARTICLE IX

The corporation reserves the right to amend, alter, change or repeal any or all of the provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

DATED this

day of June, 1997

LILLIAN JENSEN

STATE OF FLORIDA

SS

COUNTY OF DADE

On this day of June, 1997, before me personally appeared, LILLIAN JENSEN, to me known to be the individual described in and who signed the foregoing Articles of Incorporation, and he severally duly acknowledged to me that he signed the same.

Jan Sicre
Notary Public, State of Florida
Notary Public, State of Florida
No. CC582493
Bonded Thru: Official Notary Service

1-(800) 723-0121

Notary Public, State of Florida

Page 2 of 3

ACCEPTANCE OF REGISTERED AGENT

I, LILLIAN JENSEN, having been designated as the Registered Agent in the above and foregoing Articles, am familiar with and accept the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.

SWORN TO and SUBSCRIBED before me this ______ day of

LLIAN JENSEN

June, 1997, at Dade County, Florida.

Jan Sicre
Notary Public, State of Florida
My Comm. Expires Sep 07, 2000
No. CC582493
Bonded Thru: Official Notary Service
1-(800) 723-0121

Notary Public, State of Florida

SECRETARY OF STATEMS
DIVISION OF COUPORATIONS
OF 1119 12 PH 12: 11