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

KIDVENTURE TAUC.
(Proposed corporate name - must include suffix)

000002296090--0 *****70.00 *****70.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee \$78.75

Filing Fee

& Certificate

1\$122.50

Filing Fee & Certified Copy \$131.25

Filing Fee,

Certified Copy & Certificate

ADDITIONAL COPY REQUIRED

FROM: MATTHEW YOUNG Name (Printed or typed)

103 D. TERRACE

561 - 575 - 2985 Daylline Telephone number

9-19-9-1

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 19, 1997

MATTHEW YOUNG 17963 103RD TERR. JUPITER, FL 33478

SUBJECT: KIDVENTURE, INC. Ref. Number: W97000021647

We have received your document for KIDVENTURE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6995.

Wanda Sampson Document Specialist

Letter Number: 197A00046665

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

M&A KIDVENTURE, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

17963 103RD. TERRACE JUPITER FLORIDA, 33478

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS The name and address of the initial registered agent is:

MATTHEW YOUNG
17963 103RD TERRACE
JUPITER
FLORIDA, 33478

ARTICLE V INCURPORÁTOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

MATTHEW YOUNG
17963 103RD TERRACE
SUPETER
FLOREDA, 33478

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

16 th day of SEPTEMBER, 19 97.

(An additional article must be added if an effective date is requested.)

Signature
Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is KIDVENTURE, FNC.	Dive
	97 SEP
2. The name and address of the registered agent and office is:	P 30
MATTHEW YOUNG	PH 1:
17963 103 PD TERRACE (P. O. Box of Mail Drop Box NOT ACCEPTABLE)	TIONS 29
JUPITER FLOREDA, 33478	

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I firther agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(SIGNALIFIE) 9/10/97