

P97000105015

THE FRANKLIN LAW FIRM, P.A.

JAMES "RUSTY" FRANKLIN

Suite C-3
215 Imperial Boulevard
Lakeland, FL 33803
(941) 648-1812

December 11, 1997

Mailing Address:
Post Office Box 2883
Lakeland, FL 33806-2883
FAX: (941) 648-4311

VIA U.S. MAIL EXPRESS MAIL

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

Re.: Filing of Articles of Incorporation for
The Sassy Stork, Inc.

900002370979--4
-12/12/97--01089--015
***122.50 ***122.50

EFFECTIVE DATE
12-11-97

Dear Sir or Madam:

Enclosed are the Articles of Incorporation for The Sassy Stork, Inc., together with a Certificate Designating Place of Business or Domicile for Service of Process Within Florida, Naming Agent Upon Whom Service May Be Made.

We enclose a check in the amount of \$122.50 to cover the following fees:

Fee for filing Articles of Incorporation:	\$35.00
Fee for filing Certificate Designating Registered Agent:	\$35.00
Fee for certified copy of Articles of Incorporation:	\$52.50
TOTAL	\$122.50

In accordance with F.S. 607.0203(1), the corporation began its existence on December 11, 1997, when the Articles were subscribed. I understand that you will file the Articles within five (5) days from that date, in compliance with that statute.

Please forward the Certificate of Incorporation and a certified copy of the Articles of Incorporation to this office.

FILED
97 DEC 12 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/15/99

Letter to Corporate Records Bureau
November 27, 1997
Page Two

Thank you for your cooperation in this matter.

Sincerely,

THE FRANKLIN LAW FIRM, P.A.

A handwritten signature in black ink, appearing to read 'Rusty Franklin', written in a cursive style.

James R. "Rusty" Franklin

enclosures (as noted)

ARTICLES OF INCORPORATION OF THE SASSY STORK, INC.

EFFECTIVE DATE
12-11-97

The undersigned hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation in accordance with the laws of the State of Florida.

ARTICLE I Name and Principal Office

The name of the corporation shall be The Sassy Stork, Inc. The initial principal office and mailing address for the corporation shall be 5322 Serrento, Lakeland, FL 33813.

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STATE OF FLORIDA
TALLAHASSEE
FILED

ARTICLE II Term of Existence

This corporation shall have perpetual existence, commencing on December 11, 1997.

ARTICLE III Nature of Business

The general nature of the business to be transacted by this corporation, and the objects and purposes thereof, shall be as follows:

- (a) To engage specifically in the business of the retail sale of maternity and children's clothing and apparel.
- (b) To own real and personal property necessary for the rendering of the foregoing goods and services.
- (c) To invest in real estate, mortgages, stocks, bonds, or any other type of investment; and
- (d) To engage in any other lawful business as may be deemed appropriate by its Directors.

ARTICLE IV Powers

This corporation shall have all powers conferred by the laws of the State of Florida upon corporations, including, but not limited to, the power:

- (a) To have perpetual succession by its corporate name;
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real and personal property or any interest therein, wherever situated;
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;
- (f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law;
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;
- (h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;
- (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;
- (j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the laws of the State of Florida within or without this State;
- (k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

- (l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of the State of Florida, for the administration and regulation of the affairs of the corporation;
- (m) To make donations for the public welfare or for charitable, scientific, or educational purposes;
- (n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy;
- (o) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;
- (p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his/her death shares of its stock owned by the shareholder or by the spouse or children of the shareholder;
- (q) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise; and
- (r) To have and exercise all other powers necessary or convenient to effect its purposes.

ARTICLE V
Capital Stock

This corporation is authorized to issue fifty thousand(50,000) shares of common voting stock having a par value of one dollar (\$1.00) per share. All or any part of the capital stock may be paid for in cash, in property, or in labor or services actually performed for the corporation. All stock shall be fully paid for when issued and shall be nonassessable.

ARTICLE VI
Registered Office and Agent

The street address of the initial registered office of this corporation shall be 215 Imperial Boulevard, Suite C-3, Lakeland, Florida 33803, and the name of its initial registered agent at such address shall be James R. Franklin.

ARTICLE VII
Directors

This corporation currently has two (2) directors. The number of directors may be

increased or decreased from time to time by the shareholders, provided that the corporation shall always have at least one director. The shareholders of the corporation may remove any director from office at any time with or without cause.

ARTICLE VIII
Current Directors

The name and street address of the current directors of this corporation, who shall serve until their successors are duly elected and qualified, shall be:

Michael E. Childs
5322 Serrento
Lakeland, Florida 33813

and

Diane C. Childs
5322 Serrento
Lakeland, Florida 33813

ARTICLE IX
Incorporator

The name and street address of the incorporator of this corporation shall be James R. Franklin, 215 Imperial Boulevard, Suite C-3, Lakeland, Florida 33803.

ARTICLE X
Bylaws

- (a) The power to adopt bylaws for this corporation, to alter, amend, or repeal said bylaws, and to adopt new bylaws shall be vested in the Board of Directors of this corporation; provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended, or repealed by vote of the shareholders entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by such vote.
- (b) The bylaws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided that the bylaws are not inconsistent with the provisions of these Articles of Incorporation or contrary to the laws of the State of Florida or of the United States.

ARTICLE XI
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11th day of December, 1997.



(SEAL)

James R. Franklin, Incorporator

ACKNOWLEDGEMENT

STATE OF FLORIDA)
COUNTY OF POLK)

BEFORE ME, the undersigned authority, this 11th day of December, 1997, personally appeared James R. Franklin, who is personally known to me and he acknowledged to me that he executed the foregoing Articles of Incorporation of The Sassy Stork, Inc.


NOTARY PUBLIC, State of Florida

My Commission Expires: _____




Sharon McCrudden Franklin
COMMISSION # CC 688103
EXPIRES OCT 12, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

**CERTIFICATE OF DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM SERVICE MAY BE MADE**

In compliance with Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

That The Sassy Stork, Inc., desiring to organize under the laws of the State of Florida, has named James R. Franklin, 215 Imperial Boulevard, Suite C-3, Lakeland, Florida 33803, as its agent to accept service of process within the State of Florida.

DATED this 11th day of December, 1997.

By: 
James R. Franklin
Its Incorporator

ACCEPTANCE

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

DATED this 11th day of December, 1997.


James R. Franklin

FILED
97 DEC 12 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA