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Office Use Only

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

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1(Corpo	5-8-98 pration Name	(Document	/	
2(Corpo	oration Name)	(Document	#)	
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4(Corpo	oration Name)	(Document	#)	
Walk in	Pick up time		Certified Copy	
Mail out NEW FILINGS	Will wait Pho AMENDMENTS		Certificate of Status	
Profit NonProfit	Amendment Resignation of R.A., O			\$E
Limited Liability Domestication Other		Change of Registered Agent Dissolution/Withdrawal Merger		MAY II
OTHER FILINGS Annual Report	REGISTRATIO QUALIFICAT			ED M 9: 38 OF STATE EE, FLORIDA
Fictitious Name Name Reservation	Foreign Limited Partnership			
	Reinstatement Trademark			
	Other	1		

Examiner's Initials 5/14/98

5-8-98

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ARTICLES OF INCORPORATION

KIDS IN GOOD HANDS INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is KIDS IN GOOD HANDS INC.

ARTICLE II. COMMENCEMENT OF CORPORATE EXISTENCE

The date when corporate existence shall commence is the date of the subscription and acknowledgement of the Articles of Incorporation

ARTICLE III. DURATION

This corporation shall exist perpetually, commencing on the date referred to in Article II above.

ARTICLE IV. PURPOSE

This corporation is organized for the following purposes:

A. For the transaction of any and all lawful business.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue one hundred (100) common shares of \$1.00 (dollars) par value capital stock.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any new capital stock of the same kind, class or series, as that which he or she already holds, shall have the preemptive right to purchase his or her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII. PRINCIPAL OFFICE & REGISTERED OFFICE

The address of the corporation's principal and registered office is:
320 ISLAND WAY #608
CLEARWATER BEACH, FL. 33767

ARTICLE VIII. INITIAL REGISTERED AGENT

The street address of the initial registered agent of this corporation is: 320 ISLAND WAY #608 CLEARWATER BEACH, FL. 33767. The name of the initial registered agent for this corporation at that address is SANDRA RODRIGUEZ.

ARTICLE IX. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under that authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE X. INCORPORATOR

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

SANDRA RODRIGUEZ 320 ISLAND WAY #**6**08 CLEARWATER BEACH, FL. 33767

ARTICLE XI. OFFICERS

The initial corporate officers are as follows:

PRESIDENT: SANDRA RODRIGUEZ SECRETARY: SANDRA RODRIGUEZ TREASURER: SANDRA RODRIGUEZ

ARTICLE XII. INDEMNIFICATION

This corporation shall indemnify any officer or any former officer, to the full extent as provided for by law.

ARTICLE XIII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto. Any rights conferred upon the shareholders are subject to this reservation.

ARTICLE XIV. MAILING ADDRESS

The mailing address of this corporation is 320 ISLAND WAY #608 CLEARWATER BEACH, FL. 33767.

SANDRA RODRIGUEZ

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named the Registered Agent for KIDS IN GOOD HANDS INC. the...day of......, 1998 by SANDRA RODRIGUEZ, a Director and Shareholder of the corporation, I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said corporation and that I agree to act in such capacity and agree to comply with the provisions of Florida Law relative to keeping this office open.

SANDRA RODRIGUEZ

