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6/15/98

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

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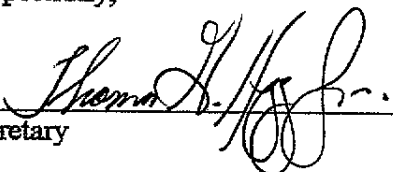
Dear Secretary of State:

3

Enclosed please find one original and a copy of the Articles of EXCLUSIVE KIDZ, INC.

Also please find enclosed a check made payable to the Secretary of State in the amount of \$123.50 which includes the statutory filing fee. Your assistance in establishing the corporation to be known as EXCLUSIVE KIDZ, INC. is appreciated.

Respectfully,


Secretary

FILED
98 JUL -2 AM 8:36
TALLAHASSEE, FLORIDA

F. CHESSEN JUL 7 1998

ARTICLES OF INCORPORATION
OF
EXCLUSIVE KIDZ, INC.

FILED
98 JUL -2 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the incorporation is EXCLUSIVE KIDZ, INC. and it's principal office and mailing address is 4302 Knights Ave., Tampa, FL 33611.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have the authority to issue is 10,000 with the par value of one dollar (\$1.00) each.


ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares a consideration of the value of \$1000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 4302 Knights Avenue, Tampa, FL 33611 and the name of its initial registered agent at such address is Thomas G. Hogg, Jr.

Registered agent's acceptance.



ARTICLE SEVEN

The number of directors constituting the initial board of directors are 2, and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Thomas G. Hogg, Jr. 4302 Knights Ave., Tampa, Fl. 33611.
Tammy J. Hogg 4302 Knights Ave., Tampa, Fl. 33611

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Thomas G. Hogg, Jr. 4302 Knights Ave., Tampa, Fl. 33611.
Tammy J. Hogg 4302 Knights Ave., Tampa, Fl. 33611

Thomas G. Hogg, Jr. Incorporator

Tammy J. Hogg Incorporator

State of Florida, County of Hillsborough
Sworn to and Subscribed before me this 24 day of June, 1998.

Gloria J. Sumner

ARTICLE TEN

The powers and the obligations of the incorporators cease upon the incorporating of the Articles of Incorporation.

FILED
98 JUL -2 AM 8:36
CLERK OF CIRCUIT
TALLAHASSEE, FLORIDA



GLORIA J. SUMNER
NOTARY PUBLIC - STATE OF FLORIDA
Commission # CC 501058
Expires Oct 11, 1999