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To:

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Fax Number : (850) 922-4001

From:

Account Name : ANTHONY P. BERNARD
Account Number : 071162000147
Phone : (305) 251-4591
Fax Number : (305) 251-1975

FLORIDA PROFIT CORPORATION OR P.A.

PRECIOUS TYKES, INC.

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ARTICLES OF INCORPORATION
of

PRECIOUS TYKES, INC.
(name of corporation)

THE UNDERSIGNED SUBSCRIBER(S) TO THESE ARTICLES OF INCORPORATION, NATURAL PERSON(S) COMPETENT TO CONTRACT, HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I - CORPORATE NAME

THE NAME OF THE CORPORATION IS:

PRECIOUS TYKES, INC.
9041 SW 156TH STREET, STE 225
MIAMI, FL. 33157

ARTICLE II - DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY UNLESS DISSOLVED ACCORDING TO FLORIDA LAW.

ARTICLE III - PURPOSE

THE CORPORATION IS ORGANIZED FOR THE PURPOSE OF ENGAGING IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE IV - CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE ONE THOUSAND SHARES (1000) OF ONE DOLLAR(S) (\$1.00) PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON SHARES"

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

THE NAME AND STREET ADDRESS OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

NAME COLLETTE REECE
ADDRESS 9041 SW 156TH STREET, STE 225
CITY MIAMI STATE FLORIDA ZIP 33157

PREPARED BY: **ANTHONY BERNARD**
16201 SW 95 AVE., STE 109
MIAMI, FL. 33157
305 251 4591

AUDIT #: H980000182892

ARTICLE VI - BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE ONE (1) DIRECTOR(S) INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE(1). THE NAMES AND ADDRESSES OF THE INITIAL DIRECTOR(S) OF THE CORPORATION ARE AS FOLLOWS:

NAME	COLLETTE REECE (PRESIDENT & C.E.O)			
ADDRESS	9041 SW 156TH STREET, STE 225			
CITY	MIAMI	STATE	FLORIDA	ZIP 33157

ARTICLE VII - INCORPORATORS

THE NAMES AND ADDRESSES OF THE PERSON(S) SIGNING THESE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

NAME COLLETTE REECE
ADDRESS 9041 SW 156TH STREET, STE 225
CITY MIAMI STATE FLORIDA ZIP 33157

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER(S) HAVE EXECUTED THESE
ARTICLES OF INCORPORATION THIS 22ND DAY OF SEPTEMBER, 1928.

V. K. ... (Seal)

_____ (Seal)

PREPARED BY: ANTHONY BERNARD
16201 SW 95 AVE., STE 109
MIAMI, FL. 33157
305 251 4591

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**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

PRECIOUS TYKES, INC. (name of corporation)

PURSUANT TO FLORIDA STATUTES SECTIONS 48.091 AND 607.034, THE FOLLOWING SUBMITTED: THE ABOVE CORPORATION, DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS REGISTERED OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION

AT 9041 SW 156TH STREET, STE 225

MIAMI FLORIDA 33157

HAS NAMED COLLETTE REECE LOCATED AT THE AFORESAID ADDRESS, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF FLORIDA LAW IN KEEPING OPEN SAID OFFICE.

X *Anthony Bernard*
(REGISTERED AGENT)

PREPARED BY: ANTHONY BERNARD
16201 SW 95TH AVE. SUITE #109
MIAMI, FL. 33157
(305) 251-4591

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STATE OF FLORIDA

COUNTY OF DADE

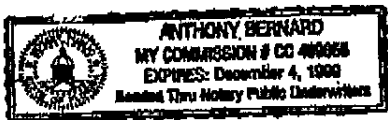
BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN THE STATE
AND COUNTY SET FORT ABOVE, PERSONALLY APPEARED

COLLETTE REECE

KNOWN TO ME AND KNOWN TO BE THE PERSON(S) WHO EXECUTED THE FOREGOING ARTICLES
OF INCORPORATION, AND WHO ACKNOWLEDGED BEFORE ME THAT THEY EXECUTED THESE
ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND SEAL, IN THE STATE
AND COUNTY AFORESAID, THIS 22ND DAY OF SEPTEMBER, 1998.

(NOTARY SEAL)



Anthony Bernard
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE)

MY COMMISSION EXPIRES: 12/4/99

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