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A PROFESSIONAL ASSOCIATION

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September 2, 1999

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

Re: Our Kids Incorporated

300002979963--9
-09/07/99--01115--003
*****78.75 *****78.75

Ladies and Gentlemen:

Enclosed herewith for filing are the Articles of Incorporation of Our Kids Incorporated, together with a copy to be certified and returned to this office.

Also enclosed is our check in the amount of \$78.75 to cover the cost of the filing fees and certification fees for this corporation.

Thank you for your cooperation in this matter.

Sincerely,

Maryann S. Peterson

Maryann S. Peterson
Secretary to Andrew Helgesen

FILED
99 SEP -7 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosure

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ARTICLES OF INCORPORATION
OF
OUR KIDS INCORPORATED

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99 SEP -7 PM 3: 43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is **Our Kids Incorporated.**

ARTICLE II

The existence of the Corporation shall begin on the date of filing these Articles.

ARTICLE III

The street address of the principal office of the Corporation is 17772 Bridle Lane, Jupiter, FL 33478.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 10,000, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 17772 Bridle Lane, Jupiter, FL 33478. The initial registered agent for the Corporation at that address is Lynn Trimble.

ARTICLE VI

The initial board of directors shall consist of one (1) members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Address
Lynn Trimble	17772 Bridle Lane Jupiter, FL 33478

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
Lynn Trimble	17772 Bridle Lane Jupiter, FL 33478

FILED
99 SEP -7 PM 3:44
CLERK OF CIRCUIT COURT
TALLAHASSEE, FLORIDA

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on the 2 day of Sept, 1999.

Lynn Trimble
Lynn Trimble

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **Our Kids Incorporated**, at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Lynn Trimble 9/2/99
Lynn Trimble Date