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From:

Account Name : GRAY ROBINSON, P.A.

Account Number : I20000000092

Phone : (863) 284-2200

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

VILLAGE CHILD ENRICHMENT CENTERS, LLC

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ARTICLES OF ORGANIZATION

OF

VILLAGE CHILD ENRICHMENT CENTERS, LIC

The undersigned hereby presents these Articles of Organization for the formation of a Limited Liability Company pursuant to the Florida Limited Liability Company Act.

ARTICLE I

NAME

The name of the Limited Liability Company is VILLAGE CHILD ENRICHMENT CENTERS, LLC.

ARTICLE II

PRINCIPAL OFFICE

The mailing address of the principal office of the Limited Liability Company is 832 South Florida Avenue, Lakeland, Florida 33801, and the street address of the principal office of the Limited Liability Company is 832 South Florida Avenue, Lakeland, Florida 33801.

ARTICLE III

DURATION

The Limited Liability Company shall have perpetual existence, commencing on the date of the filing of these Articles of Organization.

ARTICLE IV

<u>PURPOSE</u>

The Limited Liability Company is organized for the purpose of transacting any and all lawful business.

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ARTICLE V

MANAGEMENT

The Limited Liability Company is to be manager-managed. The names and addresses of the Initial Manager is:

Chiefland Property & Land Management, LLC 832 South Florida Avenue Lakeland, Florida 33801

ARTICLE VI

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the initial registered office of the Limited Liability Company is 832 South Florida Avenue, Lakeland, Florida 33801, and the name of the initial registered agent of the Limited Liability Company at that office is H. Guy Smith.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of the Initial Manager, has executed these Articles of Organization this of July, 2009.

H GUY SMITH

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 AND SECTION 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA:

- 1. The name of the Limited Liability Company is VILLAGE CHILD ENRICHMENT CENTERS, LLC.
- 2. The name and street address of its initial Registered Agent and initial Registered Office are:

H. GUY SMITH 832 South Florida Avenue Lakeland, Florida 33801

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as Registered Agent.

H. GUY SMITH

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