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Please mail Articles to

BERYL WILLIAMS

6280 NW 77 Ct

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PARKLAND, FL

33067

B. Williams

T. Bureau MAY 11 2000

ARTICLES OF INCORPORATION

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt (s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **ALPHABET KIDS PRE SCHOOL, INC.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be :

**2027 NE 18 Street
Ft. Lauderdale, FL 33306**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100

Hepburn Williams	50
Beryl Williams	50

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Beryl Williams

2027 NE 18 Street

Ft. Lauderdale, FL 33306

ARTICLE V INCORPORATOR(S)

The name(s) and address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Hepburn Williams - V/President	2027 NE 18 St., Ft. Lauderdale, FL 33306
Beryl Williams - President	2027 NE 18 St., Ft. Lauderdale, FL 33306

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 5th day of May, 2000

Beryl Williams

Signature- Beryl Williams

Hepburn Williams

Signature- Hepburn Williams

Signature-

Sworn to and subscribed before me this 5th day of May, 2000

D. Marsh

Notary Public



OFFICIAL NOTARY SEAL
D. MARSH
COMMISSION NO. 000689
MY COMMISSION EXPIRES 12/31/02

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **ALPHABET KIDS PRE SCHOOL, INC.**

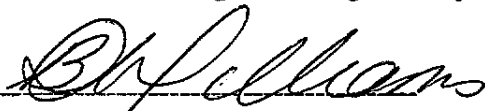
2. The name and address of the registered agent and office is:

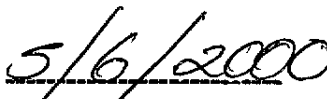
Beryl Williams

2027 NE 18 Street

Ft. Lauderdale, FL 33306

Having been named as registered agent and to accept service of process for the above stated corporation 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 and accept the obligations of my position as registered agent.

X 
Signature


Date