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CAPITAL CONNECTION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

RAINBOW CHILD CARE CENTER OF WEBSTER, INC.

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ARTICLES OF INCORPORATION
OF
RAINBOW CHILD CARE CENTER OF WEBSTER, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I: NAME

The name of the corporation is **RAINBOW CHILD CARE CENTER OF WEBSTER, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is **324 N. Market Blvd., Webster, FL 33597.**

ARTICLE III: CAPITAL STOCK

The total number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of \$1.00 per share.

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ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is **James E. Wade III, 116 Bushnell Plaza, Bushnell, FL 33513.**

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is **Your Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.**

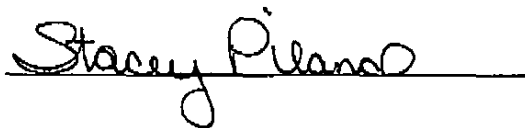
ARTICLE VI: OFFICERS AND DIRECTORS

The name and address of the initial Board of directors is **Patricia M. Ward, 324 N. Market Blvd., Webster, FL 33597.**

ARTICLE VII: SPECIAL PROVISIONS

It is the intent of the incorporator and directors that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

The undersigned has executed these Articles of Incorporation this 6th day of October 2006.
Your Capital Connection, Inc., by Stacey Piland, Client Representative

A handwritten signature in cursive script, reading "Stacey Piland", is written over a horizontal line.

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

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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: Rainbow Child Care Center
of Webster, Inc.

2. The name and street address of the registered agent and office is: _____
James E. Wade III
116 Bushnell Plaza, Bushnell, FL 33513

HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THEREBY 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.

James E. Wade III

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