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MARTA BAQUES P.A.  
(Proprietor's Name)

930 E. 16th PL.  
(Address)

HIALEAH, FL. 33010 305-887-2691  
(City, State, Zip) (Phone #)

FILED  
JUN 21 AM 8:06  
RECEIVED STATE  
TALLAHASSEE, FLORIDA  
OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- LORD DAY CARE, INC  
(Corporation Name) (Document #)
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-06/04/96--01117--014  
\*\*\*\*122.50 \*\*\*\*122.50

- Walk in  Pick up time  Certified Copy
- Mail out  Will wait  Photocopy  Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Mergur

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

W96-1206R  
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X

Examiner's Initials



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

June 6, 1996

**MARTA BAQUES PA**  
**930 E 16TH PLACE**  
**HIALEAH, FL 33010**

**SUBJECT: LORD DAY CARE INC.**  
**Ref. Number: W86000012062**

We have received your document for LORD DAY CARE INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

K 42850

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 896A00028388

ARTICLES OF INCORPORATION

OF

ERDERLY'S LORD DAY CARE CENTER, INC.

FILED  
95 JUN 27 AM 8:46  
STATE  
SECRETARY OF STATE  
TALLAHASSEE

WE, the undersigned, hereby associate together for the purpose of becoming a corporation under the laws of the State of Florida, under the provision of the laws of said state, providing for the liabilities, rights, privileges and immunities of a corporation for profit.

ARTICLE I

NAME, ADDRESS AND AGENT

The name of this corporation shall be:

ERDERLY'S LORD DAY CARE CENTER, INC.

(hereinafter referred to as the corporation.) Its Registered and principal office shall be:  
located at 2716 S.W. 137 AVE. MIAMI, FL. 33175

\_\_\_\_\_ in the County of Dade. Its Registered Agent shall be DORA BINIMELIS, located at \_\_\_\_\_  
2716 S.W. 137 AVE. MIAMI, FL. 33175 County of Dade,  
State of Florida.

ARTICLE II

NATURE OF BUSINESS

Section I. The general nature of the business and objects and purposes to be transacted, promoted and carried on are to do any and all things hereinafter mentioned, as fully and to the same extent as natural persons might or could do, viz:

a. To carry on business in the United States or any foreign -- country or countries, to buy, sell, import, export, lease, sub-lease, hold, procure, transport, manufacture, acquire and deal generally, both whole-sale and retail, in goods and services of all types, both as principal and

agent, in any part of the world.

b. To enter into, make, perform and carry out contracts of every kind and for any lawful purpose with any person, firm, association and/or corporation.

c. To exchange in the currency of foreign countries and the currency of the United States.

d. To issue bonds, debentures, and/or obligations of the company from time to time, for the objects and purposes of the company, and to secure the same by mortgage pledge, deed or--- trust, or otherwise.

e. To purchase, hold and reissue the shares of its - - - capital stock; and to subscribe to purchase, or otherwise - acquire, or to guarantee, or to become surety in respect to the stock, bonds or other securities and obligations of the company and other companies.

f. To do all of such acts or things as they are incident or conducive to the premises, and to do all and everything necessary, suitable, convenient, or proper for the -- -- -- accomplishment of any of the purposes or the attainment of any of the objectives herein enumerated or incidental to the powers herein named, or which shall at any time appear -- conducive or expediente for the protection or benefit of the corporation.

g. No recitation or declaration of special powers or purposes herein enumerated shall be deemed to be exclusive, but all lawful powers contained in the laws of the State of Florida, now or in the future, to be enacted are hereby ---

included in and made a part thereof by reference.

h. In general, to carry on any incidental business in connection with the foregoing, whether manufacturing or -- otherwise and to have and exercise all the powers conferred by the laws of the State of Florida upon corporations of this character.

i. NONE

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ARTICLE III

CAPITAL STOCK

The capital stock of the corporation shall consist of:

a. ONE HUNDRED (100) shares of \$1.00 par value. For incorporation purposes, each share will have a nominal value set at -- ONE DOLLAR (\$1.00) per share as consideration.

b. Said shares of common stock to have par value. All shares to be issued fully paid and non-assessable. The capital stock of this -- Corporation may be paid in lawful money of the United States or in property labor or services at a fair and just valuation to be fixed by the stockholders or by the Board of Directors. Said determination of just value fixed by the Board of Directors is to be conclusive proof of said value.

c. All of the common stock is to have one vote per share in the control of the management of the corporation.

d. The holders of these shares of common stock are to have pre-emptive rights in the purchase of subsequent issues of stock.

e. In the event any shareholder be unable to attend a shareholder's meeting, the shareholder may vote his share or shares by proxy, one -- share representing one vote.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which the corporation shall begin -- business shall be not less than ONE HUNDRED DOLLARS (\$100.00)

ARTICLE V

TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI

BOARD OF DIRECTORS

The Board of Directors shall consist of not less than ONE

( 1 ) persons.

ARTICLE VII

INITIAL DIRECTORS AND OFFICERS

The names and addresses of the first Board of Directors who, subject to the provisions of these Articles of Incorporation, the By-Laws and the Act of the Legislature approved June 1, 1925, and the acts amendatory thereto, shall hold <sup>office</sup> for the first year of the corporation's existence, or until their successors are elected and shall have qualified, are the following:

<u>Title:</u>	<u>Name:</u>	<u>Address:</u>
PRESIDENT	FIDEL ORTEGA	2157 S.W, 136 PL. MIAMI, FL. 33175
SEC.-TREAS	DORA BINIMELIS	2157 S.W. 136 PL. MIAMI, FL. 33175

ARTICLE VIII

SUBSCRIBERS

The names and the addresses of each subscriber to these Articles of Incorporation and the number of shares which each agrees to take are as follows:

<u>NAME &amp; TITLE</u>	<u>ADDRESS</u>	<u>SHARES</u>
DORA BINIMELIS SEC.-TREAS	2157 S.W. 136 PL. MIAMI, FL. 33175	100

ARTICLE IX

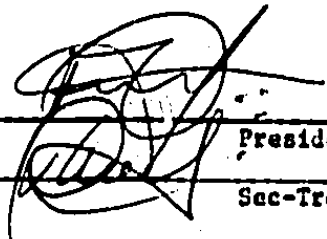
BY-LAWS

The regulation of the business and the conduct of the affairs of the corporation and the provision creating and limiting the powers of the corporation, the directors and the stockholders, or any class of stockholders of the corporation, shall be controlled by the By-Laws which shall be adopted by the stockholders of the corporation as soon as practicable after the corporation shall be formed, which said By-Laws may, from time to time and whenever necessary, be amended by the Board of Directors of the corporation.

IN WITNESS, WHEREOF, the undersigned have made and signed these Articles of Incorporation at \_\_\_\_\_, Dade County, Florida, for the uses and purposes aforesaid.

Witnesses

\_\_\_\_\_  
\_\_\_\_\_

  
\_\_\_\_\_  
\_\_\_\_\_  
President  
Sec-Treas.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OR PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First: That ERDERLY'S LORD DAY CARE CENTER, INC.

desiring to organize under the Laws of the State of FLORIDA, with its principal office, as indicated in the articles of Incorporation at

2716 S.W. 136 PL. MIAMI, FL. 33175

County of DADE State of Florida, has named: DORA BINIMELIS



located at 2716 S.W. 137 AVE. MIAMI, FL. 33175

(Street address and number of building)

City of MIAMI

County of DADE

State of FLORIDA, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT.- Must be signed by designated agent.-

Having been named to accept service of process for the above-stated Corporation, at place designated in this certificate, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

By:  \_\_\_\_\_

Resident Agent

I HEREBY CERTIFY that on this 31th day of MAY  
1996, before me personally appeared FIDEL ORTEGA  
and DORA BINIMELIS, President and Secretary-Treasurer  
respectively, to me well known to be the persons described as subscribers  
in and who executed the foregoing ARTICLES OF INCORPORATION and  
acknowledged before me that they subscribed to those Articles of Incorporation.

FILED  
JUN 27 1996  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

IN WITNESS WHEREOF, I have hereunto set my official seal  
and hand at HIALEAH, Dade County, this 31th day of MAY  
1996 A. D.

My Commission expires:

Spaguis  
Notary Public, State of Florida

