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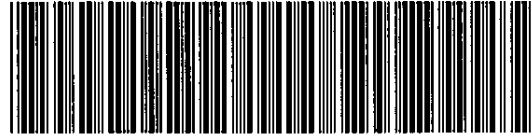
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2011 JUN - 7 AM 9:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. CLINE

JUN - 8 2011

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: KinderCare Learning Centers LLC

Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Rachel Broughton

Name of Person

Knowledge Universe

Firm/Company

650 NE Holladay Street, Suite 1400

Address

Portland, OR 97232

City/State and Zip Code

rbroughton@klcorp.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Rachel Broughton

Name of Person

at (503) 736-6961

Area Code & Daytime Telephone Number

MAILING ADDRESS:

Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee

☒ \$130.00 Filing Fee &
Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy

☐ \$160.00 Filing Fee, Certificate
of Status & Certified Copy

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2011 JUN -7 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. KinderCare Learning Centers LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 63-0941966

(FEI number, if applicable)

4. 11/14/1986

(Date of Organization)

5. Perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6. May 2, 2011

(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 650 NE Holladay Street, Suite 1400

Portland, OR 97232

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

Please see attached.

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida:

child care services


Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Rene Gonzalez, Assistant Corporate Secretary

Typed or printed name of signee

2011 JUN -7 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

KinderCare Learning Centers LLC

If unavailable, the alternate to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

CT Corporation System

(Name)

1200 South Pine Island Road

Florida Street Address (P.O. Box NOT ACCEPTABLE)

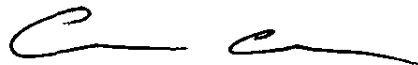
Plantation

FL

33324

City/State/Zip

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 as provided for in Chapter 608, Florida Statutes



(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KINDERCARE LEARNING CENTERS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF MAY, A.D. 2011.



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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8732565

DATE: 05-02-11

Officers	
Entity Name	KinderCare Learning Centers LLC
Created By	Rachel Broughton

Name	Title	Title Role	Address	Status
Downes, Adrian J.	Executive Vice President, Chief Financial Officer	Officer	650 NE Holladay Street, Suite 1400 Portland, OR 97232	Active
Saunders, Anne	Executive Vice President, Chief Marketing Officer	Officer	650 NE Holladay Street, Suite 1400 Portland, OR 97232	Active
Large, Elizabeth	Executive Vice President, General Counsel and Corporate Secretary	Officer	650 NE Holladay Street, Suite 1400 Portland, OR 97232	Active
Southern, Sheri	Executive Vice President, Partner Development	Officer	650 NE Holladay Street, Suite 1400 Portland, OR 97232	Active
Collie, Wendy	President, KinderCare and Champions	Officer	650 NE Holladay Street, Suite 1400 Portland, OR 97232	Active
Benedict, David	Vice President, Tax and Risk Management	Officer	650 NE Holladay Street, Suite 1400 Portland, OR 97232	Active
Pipes, Wayne	Vice President, Facilities and Development	Officer	650 NE Holladay Street, Suite 1400 Portland, OR 97232	Active
Hastings, Donna	Vice President, Learning and Development	Officer	650 NE Holladay Street, Suite 1400 Portland, OR 97232	Active
Gonzalez, Rene	Assistant Corporate Secretary	Officer	650 NE Holladay Street, Suite 1400 Portland, OR 97232	Active
Sheean, Karen	Vice President, Center Operations	Officer	650 NE Holladay Street, Suite 1400 Portland, OR 97232	Active
Busheikin, Kerry	Vice President, East Division	Officer	650 NE Holladay Street, Suite 1400 Portland, OR 97232	Active
Espy, Elaine	Region Vice President, Region 11	Officer	650 NE Holladay Street, Suite 1400 Portland, OR 97232	Active

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TALLAHASSEE, FLORIDA