CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 228-882 • 1-800-342-8062 • Fey (850) 232-1222

(850) 221-887 · 1-800-342-8062 · Fox (850) 232-1223

Growing Upward Develop Ment Preschool Inc.

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 11, 2000

CAPITAL CONNECTION, INC. 417 E VIRGINIA ST, STE 1 TALLAHASSEE, FL 32302

SUBJECT: GROWING UPWARD DEVELOPMENT PRESCHOOL, INC.

Ref. Number: W00000024643

We have received your document for GROWING UPWARD DEVELOPMENT PRESCHOOL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of 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 (850) 487-6927.

Tracy Smith Document Specialist

Letter Number: 000A00053690

ARTICLES OF INCORPORATION

OF

GROWING UPWARD DEVELOPMENTAL PRESCHOOL, INC

A NON-PROFIT CORPORATION

The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ONE: The name of this corporation is: Growing Upward Developmental Preschool, Inc.

TWO: The name and address of the registered agent of this corporation is:

Jeffrey A. Aman, Esquire Aman, Lins & Bodiford, P.A. 14502 N. Dale Mabry Hwy., Suite 300 Tampa, FL 33618

THREE: The specific purposes for which this corporation is organized is: Providing Christian education in a weekday setting for young children through a developmentally prepared classroom based on the needs of the whole child.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

FOUR: The number of initial directors of this corporations is three (3). Their names and addresses are as follows:

Cheryl Green 6336 Renellie Court Tampa, FL 33616

Darla Stafford 5335 Archstone Drive #107 Tampa, FL 33634

Christy Taylor 11505 Lake Ridge Tampa, FL 33618 FIVE: The name and address of the incorporator of this corporation is:

Jeffrey A. Aman, Esquire Aman, Lins & Bodiford, P.A. 14502 N. Dale Mabry Hwy., Suite 300 Tampa, FL 33618

SIX: The period of duration of this corporation is perpetual.

SEVEN: The corporation shall not have members.

EIGHT: Any additional provisions for the operation of the corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

The method of election of directors is as stated in the bylaws.

The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: October 10, 2000

Jeffrey A. Aman, Incorporato

CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuance of Chapter 48.091 and Chapter 617.0501, Florida Statutes, the following is submitted in compliance with said Act:

That Growing Upward Developmental Preschool, Inc., a Non-Profit Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 6336 Renellie Court, Tampa, Florida 33616, has named Jeffrey A. Aman, located at 14502 N. Dale Mabry Hwy., Suite 300, Tampa, Florida 33618

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to the proper and complete performance of my duties, and I accept the duties and obligations of Chapter 617.0501, Florida Statutes.

GROWING UPWARD DEVELOPMENTAL PRESCHOOL, INC.,

Jeffrey A. Aman

Registered Agent

Date: 026/2 10, 2000