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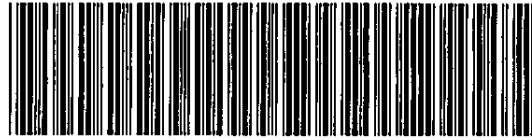
(Business Entity Name)

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1/23/07

429 San Clementi Drive
Orange Park, Florida 32003
January 8, 2007


Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: GENTLE SPIRIT CHILD CARE AND TRAINING CENTERS, INC.

Enclosed are an original and one (1) copy of the Articles of Incorporation for Gentle SPIRIT Child Care and Training Centers, Inc. and a check for \$78.75. Gentle SPIRIT Child Care and Training Centers, Inc. has no members, and its directors have not yet been elected. The Articles are therefore submitted for filing by the undersigned sole incorporator. Please provide a Certified Copy of the Articles.

Thank you for your attention to this matter.

Sincerely,


Linda L. Watson, M.P.S., R.N.
Sole Incorporator
Gentle Spirit Child Care and
Training Centers, Inc.

*Enclosed please find
check # 1371 for \$78.75*

ARTICLES OF INCORPORATION
FOR
GENTLE SPIRIT CHILD CARE AND TRAINING CENTERS, INC.
(A Florida Non Profit Corporation)

FILED
07 JAN 22 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

There being no members or directors, the undersigned, incorporator of this corporation pursuant to Chapter 617, Florida Statutes, hereby states the Articles of Incorporation in their entirety as follows:

ARTICLE I – NAME

The name of the corporation shall be:
Gentle SPIRIT Child Care and Training Centers, Inc.

ARTICLE II – LOCATION

The principal place of business and the mailing address of this corporation shall be:
429 San Clementi Drive
Orange Park, Florida 32003

ARTICLE III – PURPOSE

The corporation is organized as a corporation not for profit, exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, including but not limited to the following: To provide affordable child care and training to the under served and community families. The corporate powers of the corporation are as provided in Section 617.0302, Florida Statutes, except to the extent such powers are limited by the following provisions of this Article:

(a) No part of the assets or net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the 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 Article III hereof.

(b) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Internal Revenue Code), and the corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

(c) Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (i) by a corporation qualifying for exemption from federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(d) Upon the dissolution of the corporation, the assets of the corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV – DIRECTORS

A board of directors, which shall consist of no less than three persons, will manage the business affairs of the corporation. The manner in which directors shall be elected or appointed shall be set forth in the Bylaws.

ARTICLE V – AMENDMENTS

These Articles of Incorporation may be amended in the manner set forth in the Bylaws.

ARTICLE VI – REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the corporation shall be 429 San Clementi Drive, Orange Park, Florida 32003, and the initial registered agent at that address shall be Linda L. Watson.

ARTICLE VII – INCORPORATOR

The name and street address of the incorporator for this corporation is: Linda L. Watson, M.P.S., R.N., 429 San Clementi Drive, Orange Park, Florida 32003.


LINDA L. WATSON, M.P.S., R.N.

FILED
07 JAN 22 PM 4:01
TALLAHASSEE, FLORIDA
SECRETARY OF STATE