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

1. KIDS LEARNING CENTER OF SOUTH FLORIDA, INC. (Corporation Name) (Document #)

2. INC. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input checked="" 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"/>	Merger

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

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TALLAHASSEE FLORIDA

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DIVISION OF CORPORATION
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Examiner's Initials

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**ARTICLES OF INCORPORATION
OF THE**

KIDS LEARNING CENTER OF SOUTH FLORIDA, INC.

(A corporation not-for-profits)

The undersigned hereby certifies that the following are the Articles of Incorporation of Kids Learning Center of South Florida, inc., a Florida not-for-profit corporation (the "Corporation"), which:

ARTICLE I, NAME AND ADDRESS OF PRINCIPAL OFFICE

The name of this corporation is **Kids Learning Center of South Florida, Inc..** Its principal office and mailing address is 14726-28 SW 56th St.. Miami, Fl 33165

ARTICLE II, ENABLING LAW

This Corporation is organized pursuant to Chapter 617, Florida Statutes, as a corporation not-for-profit.

ARTICLE III, PURPOSE AND POWER

The purpose for which this Corporation is organized are:

A. Exclusively charitable, cultural, literary and educational within the meaning of S 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) (the "Code"), and notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax Under Code S 501(c)(3), contributions to which are deductible for federal and state income, gift and estate tax purposes.

B. The Corporation's purposes shall include, but are not limited to:

- i) To function as a day care, after school care, and also a kindergarten and elementary school for all children.
- ii) To take the children to field trips and museums to expand their learning experience.

iii) To raise funds to support the aforementioned activities for families that cannot afford to pay the regular school fees by obtaining government grants and aid, donations from private individuals, donations of money, property.

iv) To do all such acts as are necessary to carry out the purposes set forth in these Articles of Incorporation and as are permitted by law and the Code or its corresponding treasury Regulation for an entity which qualifies under Code S 501(c)(3).

C) This Corporation is a not-for-profit corporation organized pursuant and shall be operated exclusively for educational, charitable, scientific and literary purposes.

D) This Corporation does not contemplate any pecuniary gain or profit to members, directors or officers thereof and no part of any earnings of the Corporation shall inure to the benefit of, or be distributable to, any member, director or officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation and the Corporation may reimburse its directors and officers for all expenses reasonably incurred in performing services rendered to the Corporation), and no member, director or officer of the Corporation, or any other private individual, shall be entitled to share the distribution of any not for profit corporation described in code 501(c)(3) and 170 (c)(2) as specified below.

E) No substantial part of the activity of the Corporation shall include or consist of the carrying on of propaganda or otherwise to influence legislation. This corporation shall not participate in or intervene in or do any other act in connection with any political campaign on behalf of any candidate for public office (including without limitation the publication or distribution of statements for or against any candidate)

F) All the property of this corporation is and shall be irrevocably dedicated to charitable, scientific, literary or educational purposes, and in the event of a dissolution of this Corporation, the assets shall, after paying or making provisions for all the liabilities of the Corporation, be distributed to one or more organization which are organized and exist exclusively for educational, scientific, charitable, or literary purpose, which at the time of such dissolution, qualify as an exempt organization under code 501(c)(3), 170 (c)(2) and 509(a)(1) or (2) or any corresponding section of any prior or future Internal Revenue Code, or to the United States, the State of Florida, the county of Miami Dade or other local government for exclusive public purpose. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for such charitable purpose, as said court shall determine. In no event shall the assets or the property of the Corporation or the proceeds of such assets or property, upon dissolution, go or be distributed to the members of the Corporation, either for reimbursement of any sums subscribed, donated or contributed by such member or for any other purpose.

ARTICLE IV - TERM

The period of duration of the Corporation is perpetual unless dissolved according to law

ARTICLE V - INCORPORATOR

The name and address of the incorporator of this Corporation is Yolanda Anido

14726-28 SW 56th St..
Miami, Fl 33185

ARTICLE VI, INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and the street address of the initial registered office of this Corporation

Yolanda Anido
14726-28 SW 56th St.
Miami, Fl 33186

ARTICLE VII MANNER IN WHICH THE BOARD OF DIRECTORS ARE APPOINTED

The manner in which the Board of Directors will appoint elected and hold office shall be as set forth in the by-laws of this Corporation.

ARTICLE VIII - BY LAWS

The power to adopt, alter, amend or appeal the by-laws shall be vested in the Board of Directors, and the by-laws shall be hereby adopted at the first meeting of the Board of Directors. Such by-laws may be amended or repealed in whole or in part in the manner provided therein. Any amendment to the by-laws shall be binding on all members of this Corporation.

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer or director, and may indemnify any employee or agent, to the fullest extent permitted by Section 617.0831, Florida Statutes.

ARTICLE X

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or in any amendment hereto, and such amendment to these Articles of Incorporation may be proposed by a director and presented as provided in the by-laws to a quorum (as defined therein) of the Board of Directors for their vote; amendments may be adopted by a majority of the members of the Board of Directors of the Corporation at a meeting in which a quorum exists.

ARTICLE XI

The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted by the Board of Directors. The number of directors herein provided shall be set forth in the by-laws if the Corporation, The number of directors herein provided shall be set forth in the by-laws of the Corporation.

ARTICLES XII - MEMBERS

This Corporation shall have no capital stock. This corporation shall have members with such rights as provided in the by-laws of the Corporation.

IN WITNESS WHEREOF, The undersigned President of the Corporation have executed these Articles of Incorporation, this 22nd day of July 1998.

ATTEST:

Kids Learning Center of South Florida, Inc.

by: Yolanda Anido
Yolanda Anido, President

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