PO BOX OPA - Local City/State/2 305 - 4	74-8720	3478 500028904352 -06/01/9901018002 *****87.50 *****87.50 Office Use Only
1(Corpo	oration Name) (De	DEER(S), (if known): Document #) Document #) Document #)
Mail out NEW FILINGS Profit NonProfit	Pick up time Will wait Photocopy AMENDMENTS Amendment Resignation of R.A., Officer/ Directory Change of Registered Agent	TAS 9
Limited Liability Domestication Other OTHER FILINGS Annual Report Fictitious Name Name Reservation	Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/ QUALIFICATION Foreign Limited Partnership	ECRETARY OF STATE LLAHASSEE FLORIDA
	Reinstatement Trademark Other	B. BROCK JUN 7 19991

Examiner's Initials

ARTICLES OF INCORPORATION FOR

LULLABY DAY CARE, INC.

99 JUN - 1 PH 1: 44
SECALTARY OF STATE
TALLAHASSEE FLORIDA

ONE:

The name address of this principal corporation is Lullaby Day Care, Inc. 2940 NW 70th Terrace Miami, Florida 33147. The corporation is organized pursuant to the **FLORIDA** non-profit Corporation Code.

TWO:

This corporation is a nonprofit Public Benefit corporation and is not organized for the private gain of any person. The corporation is organized under the Nonprofit Public Benefit Corporation Law for charitable and educational purposes to aid the poor and disadvantaged individuals and families towards a life of self-sufficiency. The programs will consist of, but shall not be limited to: Child Care, Job Training, Job Placement, Land Acquisition Housing, Employment, Literacy, Counseling, Temporary Shelter, Teenage Pregnancy, Substance Abuse Awareness and Prevention, Tutoring, AIDS, Elderly Care and other programs to aid to those in need.

THREE:

The duration of this corporation shall be perpetual, no stock and shall have no members.

FOUR:

The address of the Registered office is 2940 NW 70th Terrace Miami, Florida 33147. The REGISTERED AGENT at the office shall be:

Jangla, C. Wobley
Tangela E. Mobley
2940 NW 70th Terrace
Miami, Florida 33147

FIVE:

(a) This corporation is organized and operated exclusively for Religious, Charitable and Education purposes within the meaning of Section

501(c)(3) of the Internal Revenue Code.

(b) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to carry 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.

SIX:

The Directors are elected in accordance with the Bylaws. The name and address of the persons appointed to act as the initial Directors of this corporation are:

NAME	ADDRESS
Tangela E. Mobley	2940 NW 70th Terrace
President	Miami, Florida 33147
Shiela H. Williams	3100 NW 171st Street
Secretary	Miami, Florida 33055
Beverly R. Williams	2310 NW 95th Terrace
Treasurer	Miami, Florida 33147

SEVEN:

The property of this corporation is irrevocably dedicated to Charitable and Educational purposes and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or the benefit of any private person.

EIGHT:

On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation, which is organized and operated exclusively for, Religious, Charitable and Education under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax codes, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

NINE:

Executed on May 23, 1999. The name and address of the incorporator of this corporation shall be:

Jangla E. 1900 Tangela E. Mobley 2940 NW 70th Terrace Miami, Florida 33147

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

I.	The name of the corporation is:		
2.	The name and address of the registered agent and office is:		
	Tangela E. Mobley (NAME) Tangela E. Mobley Tangela E. Mobley Tangela E. Mobley	NOF 66	
	2940 NW 70th Terrace (P.O. Box or Mail Drop Box NOT Acceptable)	PH	-=
	Miami, Florida 33147 (CHY/STATE/ZIP)		

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointments 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.

Jangulas E. Malley 5/23/99 (SIGNATURE) (DATE)