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February 18, 2000

Corporate Records Bureau
Department of State
P. O. Box 6327
Tallahassee, FL 32314

100003141981--4
-02/21/00--01131--007
*****78.75 *****78.75

Re: DISCOVERY ^{Child} DAY CARE & PRE SCHOOL

Dear Sir:

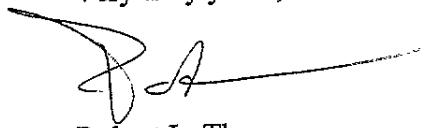
Enclosed is an original and copy of the Articles of Incorporation of this proposed corporation. Please endorse your approval on these Articles of Incorporation on the duplicate copy, certify and return to my office.

A check is enclosed to cover the following:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent Designation	<u>35.00</u>
Total	\$ 78.75

Thank you for your assistance.

Very truly yours,



Robert L. Thomas

RLT:st
enclosures

Shirley
GAVE
ENCLOSURE TO
NAME
2/24/00
TB

T. Burch FEB 24 2000

ARTICLES OF INCORPORATION
OF
DISCOVERY CHILD CARE & PRE SCHOOL, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be:

DISCOVERY CHILD CARE & PRE SCHOOL, INC.

ARTICLE II - TERM OF EXISTENCE

The term of existence of the corporation is perpetual.

ARTICLE III - GENERAL PURPOSE

The general purposes for which the corporation is organized are:

1. To engage in any activity or business permitted under the laws of the United States and Florida or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 5,000, all of which shall be common stock with a par value of one (\$1.00) dollar per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The following address is designated as the address of the initial registered office and the principal office for this corporation:

24125 SR. 46
Sorrento, Florida 32776

The person designated as the initial Registered Agent for the purpose of receiving service of process in the corporate name at the principal address and the Registered Office is:

SANDRA E. DAVIS

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have no less than one director. The number of directors may be either increased or diminished from time to time by the by-laws of this corporation.

The name and address of the initial Board of Directors, who, subject to the provisions of the Articles of Incorporation, the by-laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, are as follows:

SANDRA E. DAVIS
30025 Royal Trails Rd.
Eustis, FL 32736

ARTICLE VII - INITIAL OFFICERS

This corporation shall be a corporation as defined by the Florida Statutes. It shall have directors but shall be governed by the shareholders and administered by the officers elected pursuant to the proceedings set forth in the by-laws of the corporation. Initially, officers shall be as follows:

PRESIDENT	SANDRA E. DAVIS
SECRETARY/TREASURER	SYLVIA M. ENNULAT 30109 Coconut Ave. Eustis, FL 32736

ARTICLE VIII - SUBSCRIBER AND INCORPORATOR

The name and address of the Subscriber and Incorporator to these Articles of Incorporation and the number of shares of stock of this corporation which they agree to take and the value of the consideration is:

SANDRA E. DAVIS 30025 Royal Trails Rd. Eustis, FL 32736	1000 shares	\$1,000.00
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ARTICLE IX - AMENDMENTS

This corporation reserves the right to amend, add to, or repeal any provision contained in these Articles of Incorporation in the manner consistent with law and in conformity with the provisions set forth in the bylaws.

ARTICLE X - DISSOLUTION

Dissolution of this Corporation may be effected by the provisions of the Florida Statutes.

IN WITNESS WHEREOF, the following incorporator(s) have hereunto set his hand and seal this 18th day of February, 2000 at Eustis, Lake County, Florida.

Sandra E. Davis
SANDRA E. DAVIS

STATE OF FLORIDA

COUNTY OF LAKE

The foregoing instrument was acknowledged before me on the 18th day of February, 2000,
by SANDRA E. DAVIS.



Shirley K. Thomas
MY COMMISSION # CC707690 EXPIRES
March 16, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

Shirley K. Thomas
SHIRLEY K. THOMAS
NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires: 3-16-02

(x) Personally Known () Produced Identification

Type of Identification Produced _____

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-named corporation, at place designated in these Articles of Incorporation, I hereby accept and agree to act in this capacity.

Sandra E. Davis
SANDRA E. DAVIS