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rs FRED SCHMID

Phone 954 467-6870

Company ~~LEONARD S. SCHMIDT - CORP.~~

Address 1630 SE 14TH ST

FORT LAUDERDALE

State

FL

ZIP

33316

Internal Billing Reference

300003227013--1

-04/27/00-01074-006

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

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(Corporation Name) (Document #)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 APR 27 AM 11:17

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NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

F. 61-20027 APR 28 2000

**ARTICLES OF INCORPORATION
OF
TLC Learning Center of Melbourne, Inc.**

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00 APR 27 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is: TLC Learning Center of Melbourne, Inc., with its principal office located at 1630 SE 14th Street, Fort Lauderdale, Florida, 33316

ARTICLE II

DURATION

This corporation shall exist in perpetuity.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is: 1630 SE 14th Street, Fort Lauderdale, Florida, 33316 and the name of the initial registered agent of this corporation at that address is: Frederick W. Schmid, Jr.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never have less than 1. The name and address of the initial directors of this corporation are:

Frederick W. Schmid Jr.
1630 SE 14 Street, Ft. Lauderdale, FL 33316

Virginia de la Torriente
9901 NE 36 Ave., Anthony, FL 32617

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Frederick W. Schmid, Jr.

ARTICLE VIII

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X

INDEMNIFICATION

This corporation shall indemnify any officer director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto; any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this April 26, day of , 2000.

BY: Frederick W. Schmid, Jr.
Frederick W. Schmid, Jr.

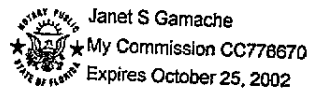
STATE OF FLOIRDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 26th day of April, 2000, by Frederick W. Schmid, Jr. who is personally known to me or who has produced FL Drivers License as identification and who did take an oath.

Janet S. Gamache
NOTARY PUBLIC

My Commission Expires:



DESIGNATION AND ACCEPTANCE

OF

REGISTERED AGENT

In pursuance of Chapters 48.01 and 607, Florida Statutes, TLC Learning Center of Melborne, Inc., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at: 1630 SE 14th Street, Ft. Lauderdale, FL, 33316 has named Frederick W. Schmid, Jr. located there at as its registered agent to accept services of process within this State.

By: Frederick W. Schmid, Jr.

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: Frederick W. Schmid, Jr.

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TALLAHASSEE, FLORIDA