RUS CORPORATE FILING SERVICE 3320 S.W. 87 AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Document #) (Corporation Name) Rick up time 100 Certified Copy Walk in Certificate of Status Photocopy Will wait Mail out AMENDMENTS NEW FILINGS Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other 900003329519--8 -07/20/00--01045--015 REGISTRATION/ OTHER FILNGS QUALIFICATION *****78.75 *****78.75 **Annual Report Foreign** Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Examiner's Initials Other

CR2E031(9/92)

ARTICLES OF INCORPORATION

ARTICLE I - NAME

ON JUL 20 PH 12: The name of this corporation is 4-KIDS DAY CARE, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

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 - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENTS.

The street address of the initial registered office of this corporation is 911 NW 134th Place, Miami Florida 33182 and the name of the initial registered agent of this corporation at that address is JANET M. BRAVO.

ARTICLE VII- INITIAL BOARD OF DIRECTORS

This corporation shall have TWO Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By Laws. The names and addresses of the initial Board of Directors of this Corporation are:

NAME ADDRESS

IVETTE CANALES 7340 SW 35th STREET, MIAMI FLORIDA 33155

JANET M. BRAVO 911 NW 134th PLACE, KIAMI FLORIDA 33182

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME

ADDRESS

JANET M. BRAVO

911 NW 134th PLACE, MIAMI FLORIDA 33182

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2 day of JULY, 2000.

JANET M. BRAVO

CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DONICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that 4-KIDS DAY CARE, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 911 NW 134th PLACE, MIAMI FLORIDA 33182 has named JANET M. BRAVO as its agent to accept service of process within Florida.

Da ced: 7//8/00

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

not M. Bino

Registered Agent