

PO1000037611

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H01000038063 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
 Division of Corporations
 Fax Number : (850) 205-0381

From:
 Account Name : EMPIRE CORPORATE KIT COMPANY
 Account Number : 072450003255
 Phone : (305) 634-3694
 Fax Number : (305) 633-9696

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 01 APR 13 AM 10:28

FLORIDA PROFIT CORPORATION OR P.A.**INTERNATIONAL CHILDREN'S CENTER, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

H 01000038063

ARTICLES OF INCORPORATION

OF

INTERNATIONAL CHILDREN'S CENTER, INC.

5

ARTICLE I- NAME

The name of the corporation is International Children's Center, Inc.

ARTICLE II- ADDRESS

The principal office or mailing address of this corporation shall be located at:

International Children's Center, Inc.
905 Brickell Bay Drive
Tower II, Suite 227
Miami, Florida 33131

ARTICLE III- DURATION

This corporation shall exist in perpetuity.

ARTICLE IV- 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.

This instrument prepared by:

Richard R. Robles, Esquire
801 Brickell Bay Drive
Four Ambassadors
Lobby Area, Box #10
Miami, Florida 33131
Phone (305) 755-9200
FBN: 0088481

H 01000038063

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 APR 13 AM 10:28

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 256 S.W 12th Street, Miami, Florida 33131, and the registered agent shall be Daniel S. Burdak.

ARTICLE VI- CAPITAL STOCK

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

ARTICLE VII- INITIAL BOARD OF DIRECTORS

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

President and Treasurer	Maria Padovan 905 Brickell Bay Drive Tower II, Suite 227 Miami, Florida 33131
Vice-President and Secretary:	Daniel S. Burdak 905 Brickell Bay Drive Tower II, Suite 227 Miami, Florida 33131

ARTICLE VIII- INCORPORATOR

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

Daniel S. Burdak
905 Brickell Bay Drive
Tower II, Suite 227
Miami, Florida 33131

ARTICLE IX- BY-LAWS

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

ARTICLE X- POWERS

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

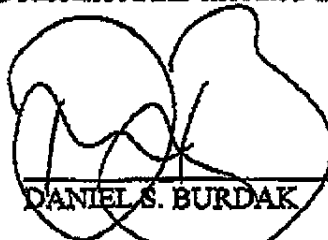
ARTICLE XI- INDEMNIFICATION

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

ARTICLE XII- AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this 12th day of April, 2001.



DANIEL S. BURDAK

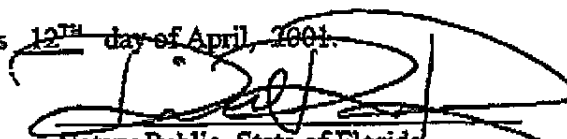
STATE OF FLORIDA

SS

COUNTY OF MIAMI- DADE

BEFORE ME, the undersigned authority, personally appeared Daniel S. Burdak, to me well known, and known to me to be the individual described in and who executed the forgoing instrument as subscribed hereto.

WITNESS my hand and official seal this 12TH day of April, 2001.



Notary Public, State of Florida
Printed Name:

My Commission expires:



H 01000038063

DESIGNATION OF REGISTERED AGENT

Pursuant to Chapter 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with the requirements and made a part of the Articles of Incorporation of the corporation.

That, International Children's Center, Inc., desiring to organize under the Laws of the State of Florida, with its registered office and agents as indicated in the Articles of Incorporation, has named Daniel S. Burdak at 905 Brickell Bay Drive, Tower II, Suite 227, Miami, Florida 33131 as its Registered Agent to accept service of process within this State.

Acceptance of appointment as
Registered Agent

DANIEL S. BURDAK

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 APR 13 AM 10:28

This instrument prepared by:

Richard R. Robles, Esquire
801 Brickell Bay Drive
Four Ambassadors
Lobby Area, Box #10
Miami, Florida 33131

H 01000038063