

Division of Corporations

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**POL000040018****Florida Department of State**

Division of Corporations

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**To:**

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

**From:**

Account Name : ASAP ACCOUNTING & TAX CORPORATION  
Account Number : I20000000203  
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**FLORIDA PROFIT CORPORATION OR P.A.****KIDS R US LEARNING CENTER, INC.**

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

## **Articles of Incorporation**

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

### **ARTICLE I - Corporate Name**

**Kids R Us Learning Center, Inc.**

### **ARTICLE II - Term of Existence**

This corporation shall exist perpetually, unless dissolved according to Florida Law.

### **ARTICLE III - Nature of Business**

This Corporation may engage or transact in any lawful activities permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

### **ARTICLE IV - Capital Stock**

The number of shares of stock that this corporation is authorized to have outstanding at anyone time is: 1000 shares of common stock having \$1.00 par value per share. This corporation shall not commence operations until \$1,000.00 of common stock would have been paid.

### **ARTICLE V - Incorporators**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

**Nelly Villamizar  
7179 Pembroke Road  
Pembroke Pines, FL 33023**

### **ARTICLE VI - Initial Registered Agent and Address**

The initial registered agent's name and office address is:

**Jairo Bosch  
7179 Pembroke Road  
Pembroke Pines, FL 33023**

### **ARTICLE VII - Principal Office**

**16141 Blatt Boulevard, Apt.401  
Weston, FL 33326**

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**ARTICLE VIII - Shareholders**

The name(s) and street address(es) of the initial shareholder(s) is(are):

**Pedro Mendez [100.00 %]  
16141 Blatt Boulevard, Apt.401  
Weston, FL 33326**

**ARTICLE IX - Officers**

The name(s) and street address(es) of the initial officer(s) is(are):

**Pedro Mendez [P/V/T/S/D]  
16141 Blatt Boulevard, Apt.401  
Weston, FL 33326**

**ARTICLE X - Special Provision**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions, as are necessary will be taken by the appropriate officers to accomplish this compliance.

**ARTICLE XI - Liquidation**

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the Assets of the corporation shall be payable and distributed among the Board of Directors and Officers.

**ARTICLE XII - Indemnification Agreement and Covenant NOT TO SUE**

If a Director, or Officer of this Corporation is ever sued for those actions taken on behalf of the Corporation, these provisions require that the Corporation be held responsible as agreed upon by the Directors and Officers of the same.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation on this 23<sup>rd</sup> day of April, 2001.

  
Nelly Villamizar  
Incorporator

**CERTIFICATE OF DESIGNATION  
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.

1. The name of the corporation is:


**Kids R Us Learning Center, Inc.**

2. The name and address of the registered agent are:

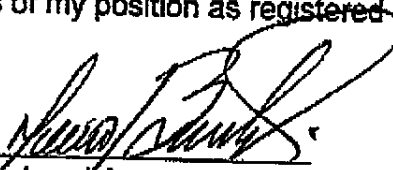
**Jairo Bosch  
7179 Pembroke Road  
Pembroke Pines, FL 33023**

and the mailing address of this corporation is:

**16141 Blatt Boulevard, Apt.401  
Weston, FL 33326**

Signature:   
Title: Registered Agent  
Date: April 23, 2001

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 appointment 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.

Signature:   
Title: Registered Agent  
Date: April 23, 2001

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