

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO10000047460

Roth-Child's Learning Centers, Inc.

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-05/11/01--01076--004

*****78.75 *****78.75

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☒ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

FILED
01 MAY 11 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
01 MAY 11 7:10:28
DIVISION OF CORPORATION

Signature

Requested by:

Name SS Date 5/11/01 Time 10:10

Walk-In Will Pick Up

**ARTICLES OF INCORPORATION
OF
ROTH-CHILD'S LEARNING CENTERS, INC.**

FILED
01 MAY 11 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, STEPHEN P. ROTH, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: **ROTH-CHILD'S LEARNING CENTERS, INC.**

The principal place of business of this corporation shall be 18790 S. E. River Ridge Road, Tequesta, FL 33469.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1561 Palm Bay Rd., Palm Bay, FL 32905, and the name of the initial registered agent of the corporation at that address is STEPHEN P. ROTH.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. DIRECTORS

This corporation shall have two (2) Directors, initially. The names and addresses of the Director are:

Stephen P. Roth, President
18790 S. E. River Ridge Rd.
Tequesta, FL 33469

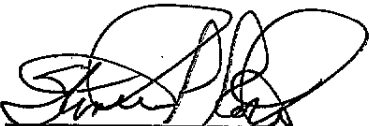
Vivian Roth, Sect/Treas.
18790 S. E. River Ridge Rd.
Tequesta, FL 33469

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

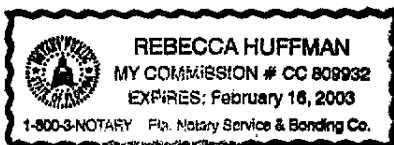
STEPHEN P. ROTH, President
18790 S. E. River Ridge Rd.,
Tequesta, FL 33469

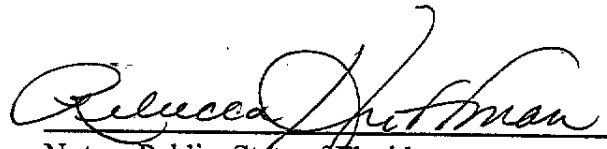
IN WITNESS WHEREOF, the undersigned, STEPHEN P. ROTH, has hereto set his/her hand and seal on this 5th day of April, 2001.

By: 
STEPHEN P. ROTH, Incorporator/President

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me in the County and State aforesaid, this 5th day of April 2001 by STEPHEN P. ROTH, who [] is personally known to me and/or [X] who has produced a Florida Driver's License as identification and who has/has not taken an oath.




Notary Public, State of Florida
Print name: REBECCA HUFFMAN

STATEMENT OF ACCEPTANCE AS REGISTERED AGENT

In pursuance of Chapter 607. of the Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that **ROTH-CHILD'S LEARNING CENTERS, INC.**, a Florida corporation with its principal office at 18790 S. E. River Ridge Road, Tequesta, FL 33469 has appointed **STEPHEN P. ROTH**, at 1561 Palm Bay Road, Palm Bay, FL 32905, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505 Florida Statutes.

Dated: 4/5/01

By: 
STEPHEN P. ROTH, Registered Agent

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01 MAY 11 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA