6/14/01 D T ATHONY T. LEPORE ı 0 18145 SW-50 N 212613 CORPORATION(S) NAME VARSIT-CLUB A Profit () NonProfit () Amendment () Merger () Foreign () Dissolution () Mark () Limited Partnership () Annual Report () Other) Reinstatement) Reservation) Change of Registered Agent () Certified Copy () Photo Copies () Certificate Under Seal () Call When Ready) Call if Problem () After 4:30 Pick Up () Walk In () Will Wait () Mail Out Name Availability CUPTIFIED Document Exeminar Updater Verifier Acknowledgment W.P. Verifier CR2E031 (R8-85)

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ARTICLES OF INCORPORATION

2001 JUN 15 PM 1: 20
SECRETARY OF STATE

THE UNDERSIGNED, desiring to incorporate a corporation under the provisional bathassee FLORIDA
Florida Corporation Act does hereby certify:

- 1. The name of the corporation is VARSITY CLUB AFTERSCHOOL & SUMMER CAMP,INC..
 - 2. The term for which the corporation is to exist is perpetual.
- 3. The general nature of the business to be transacted by the corporation shall be to engage in any act permitted under the laws of the United States of America and of the State of Florida, as limited by the provisions of the Florida Corporation Act.
- 4. The aggregate number of shares of capital stock which the corporation shall have the authority to issue is five hundred (500) shares of common stock having a par value of one dollar (\$1.00) each.
- The initial principal office of the corporation shall be located at 7908 NW 40th St.
 Davie, Florida 33024 Registered Agent shall be CLIFFORD BARNHART.
- 6. The initial Board of Directors shall be comprised of one (1) member. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1).

The names and address of the initial Director is:

NAME

ADDRESS

CLIFFORD BARNHART

7908 NW 40th St.

Davie, Florida 33024

7. The name and address of the incorporator hereof is:

NAME

ADDRESS

CLIFFORD BARNHART

7908 NW 40th St.

Davie, Florida 33024

- 8. The formation of the corporation shall be effective as of the date of execution and acknowledgment hereof.
 - 9. With respect to all shares of stock of the corporation, every Shareholder upon a sale

for cash or other property of any such new shares of stock, or options or warrants therefore, shall have the pre-emptive right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the same price at which such new shares of stock, or option or warrants therefor, are offered to others.

BEFORE ME, the undersigned authority, personally appeared CLIFFORD BARNHART, who (is known to me personally)(produced a valid driver's license as identification) and upon being first duly sworn acknowledged that he executed the foregoing document freely and voluntarily and for the purpose therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 13 day of ,2001.

NOTARY PUBLIC, State of Florida

My Commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE VERIFIED

2001 JUN 15 PM 1: 20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That VARSITY CLUB AFTERSCHOOL & SUMMER CAMP, INC. desiring to organize under the laws of the State of Florida, with its principal office at 7908 NW 40th 57.

Davie, Florida 33024, County of Broward, State of Florida, has named CLIFFORD BARNHART, 7908 NW 40th 57. Davie, Florida 33024, Broward County, Florida as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated entity, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provisions of said Act relative to keeping open said office.

Mod Sauls
By: Clifford Barnhart