

PO2 000061254

CENTRAL FLORIDA LEGAL-EASE, INC.

2002 East Robinson Street, Orlando, FL 32803

Phone: 407/895-2565 Fax: 407/898-5931

May 31, 2002

VIA FEDERAL EXPRESS

Airbill No. _____

Florida Secretary of State
Division of Corporations
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

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-06/03/02--01096--019
****157.50 *****78.75

Re: BRIGHT START ACADEMY, INC.

Dear Sir/Madam:

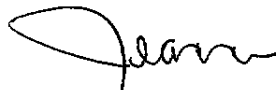
Please find enclosed the following documents relating to the above-referenced corporation:

1. Original Articles of Incorporation submitted for filing;
2. A check in the amount of \$78.75 (\$35.00 for filing fee; \$35.00 for Certificate Designating Registered Agent; and \$8.75 for certified copy)

Please file the enclosed documents as soon as possible. If you have any questions regarding the enclosed, please contact us immediately. Otherwise, please return the certified copy of the articles to me in the envelope provided.

We appreciate your assistance.

Sincerely,



Jeanna Juliano

Enc.

FILED
JUN -3 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
BRIGHT START ACADEMY, INC.

FILED

02 JUN -3 AM 10:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being of legal age and desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the Florida Business Corporation Act, as amended (such Act, as amended from time to time, is hereinafter referred to as the "Act"), executes the following Articles of Incorporation.

ARTICLE I

Name

The name of the Corporation shall be *BRIGHT START ACADEMY, INC.*

ARTICLE II

Initial Registered Office and Agent; Principal Place of Business

The principal place of business and mailing address of this Corporation shall be *627 Pine Hills Road, Orlando, Florida*. The Corporation may change the location of its registered office and mailing address from time to time without amendment of these Articles of Incorporation.

ARTICLE III

Shares

The aggregate number of shares which the Corporation shall have authority to issue is 1,000 shares of common stock having a par value of \$1.00 per share, which shall be designated "Common Stock."

ARTICLE IV

Initial Registered Agent and Street Address

The initial registered agent of the Corporation shall be *Kirsten M. Dwyer* and the Florida street address shall be *627 Pine Hills Road, Orlando, Florida*. The Corporation may change its registered agent from time to time without amendment of these Articles of Incorporation.

ARTICLE V

Incorporator

The name and street address of the person signing these Articles of Incorporation as Incorporator are:

*Kirsten M. Dwyer
627 Pine Hills Road
Orlando, Florida*

ARTICLE VI

Commencement of Corporate Existence

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall have perpetual duration unless sooner dissolved according to law.

ARTICLE VII

Purpose and General Powers

The general purpose of this Corporation shall be the transaction of any or all lawful business for which corporations may be incorporated under the Act. This Corporation shall have all of the powers enumerated in the Act and all such other powers as are not specifically prohibited to corporations for profit under the laws of the State of Florida.

ARTICLE VIII

Initial Board of Directors

The initial Board of Directors of the Corporation shall consist of one (4) director(s). The name and street address of the director(s) of this Corporation are:

*Audley L. Dwyer
1530 Tyrel Drive
Orlando, FL 32818*

*Enid L. Dwyer
1530 Tyrel Drive
Orlando, FL 32818*

*Wilmer Noisette
8038 Lake Park East Blvd.
Orlando, FL 32818*

*Mollet Cénafils
14324 Stampford Circle
Orlando, FL 32826*

The number of Directors of this Corporation shall be the number from time to time fixed by the Shareholders, or by the Directors, in accordance with the terms and conditions of the Bylaws, but at no time shall said number of Directors be less than one.

ARTICLE IX

Bylaws

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

ARTICLE X

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.

ARTICLE XI

Headings and Captions

The headings or captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

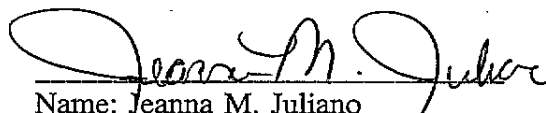
IN WITNESS WHEREOF, the undersigned does hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets his hand and seal this 31st day of May, 2002.



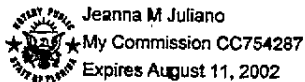
Kirsten M. Dwyer

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 31st day of May, 2002, by KIRSTEN M. DWYER, who is ✓ personally known to me OR who has produced DL (type of identification) as identification and who did / did not take an oath.


Name: Jeanna M. Juliano

Notary Public, State of Florida
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

BRIGHT START ACADEMY, INC. (the "Corporation") desiring to organize as a domestic corporation or qualify under the laws of the State of Florida has named and designated *Kirsten M. Dwyer* as its Registered Agent to accept service of process within the State of Florida with its registered office located at *627 Pine Hills Road, Orlando, Florida*.

ACKNOWLEDGEMENT

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations relating to service as a registered agent, as the same may apply to the Corporation; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 31st day of May, 2002.



Kirsten M. Dwyer, Registered Agent

FILED
02 JUN -3 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA