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ROSA M. VEGA & ASSOCIATES, P.A.

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ROSA M. VEGA
VIVIAN M. VEGA

FILED
02 JUN 19 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 13, 2002

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

700005816227--5
-06/18/02--01064--001
*****70.00 *****70.00

Re: The Thinking Child Learning Center, Inc.

Dear Sir or Madam:

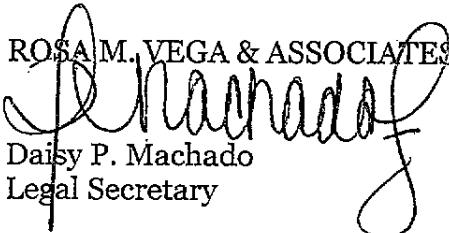
Enclosed please find the original and one copy of the Articles of Incorporation for The Thinking Child Center, Inc. Furthermore, we are enclosing herein a check in the sum of \$70.00 for the required fee.

Please return a stamped copy of the Articles of Incorporation in the enclosed self-addressed stamped envelope.

Should you have any questions, please contact the undersigned.

Very truly yours,

ROSA M. VEGA & ASSOCIATES, P.A.


Daisy P. Machado
Legal Secretary

Enclosures

:dpm

6/19/02
5

ARTICLES OF INCORPORATION
OF
THE THINKING CHILD LEARNING CENTER, INC.

FILED
02 JUN 19 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as Incorporator of a Corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such Corporation:

ARTICLE I

The name of the Corporation is: THE THINKING CHILD LEARNING CENTER, INC.

The address of the Corporation is: 14024 SW 132nd Avenue, Miami, Florida 33186.

ARTICLE II

This Corporation shall have perpetual existence.

ARTICLE III

This Corporation is organized for the purpose of transacting any and all lawful business for which a corporation may be incorporated in the State of Florida.

ARTICLE IV

The Corporation is authorized to issue 100 shares at \$1.00 par value common stock.

ARTICLE V

The street address of the Initial Registered office of the corporation is : 14024 SW 132nd Avenue, Miami, FL 33186 , and the name of the Initial registered Agent of the corporation at that address is : Noelia Montaner. Principal address of the corporation and registered office address are the same for all purposes.

ARTICLE VI

This Corporation shall have Two (2) directors initially. The number of directors may be either increased or decreased from time to time by and amendment of the bylaws of the Corporation in the manner provided by law, but shall never be less than one. The name and address of the initial directors(s) of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
NOELIA MONTANER	14024 SW 132 nd Avenue, Miami, FL 33186
ANGELA PINAGLIA	350 SW 72 nd Avenue, Miami, FL 33144

ARTICLE VII

The name(s) and address(es) of the Initial Officer(s) of the Corporation is/are:

<u>NAME</u>	<u>ADDRESS</u>
NOELIA MONTANER	14024 SW 132 nd Avenue, Miami, FL 33186
ANGELA PINAGLIA	350 SW 72 nd Avenue, Miami, FL 33144

ARTICLE VIII

The name(s) and address(es) of the Incorporator(s) signing these Articles of Incorporation is/are:

<u>NAME</u>	<u>ADDRESS</u>
NOELIA MONTANER	14024 SW 132 nd Avenue, Miami, FL 33186

ANGELA PINAGLIA

350 SW 72nd Avenue, Miami, FL 33144

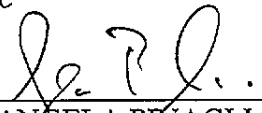
ARTICLE IX

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

IN WITNESS WHEREOF, the undersigned Incorporator(s) has/have executed these Articles of Incorporation this 12 day of June, 2002.



NOELIA MONTANER, Incorporator

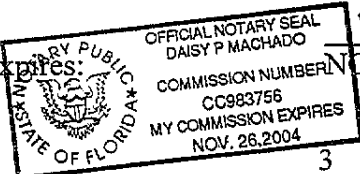


ANGELA PINAGLIA, Incorporator

STATE OF FLORIDA:
COUNTY OF MIAMI-DADE:

BEFORE ME, the undersigned authority personally appeared NOELIA MONTANER and ANGELA PINAGLIA known to be the person(s) who executed the foregoing Articles of Incorporation, or who produced d. license as identification, and he/she/they acknowledged to and before me that he/she/they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12th day of June, 2002.

My Commission Expires:  NOTARY PUBLIC, State of Florida
OFFICIAL NOTARY SEAL
DAISY P. MACHADO
COMMISSION NUMBER
CC983756
MY COMMISSION EXPIRES
NOV. 26, 2004
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**


In compliance with Section 48.091, Florida Statutes, the following is submitted:

THAT THE THINKING CHILD LEARNING CENTER, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Miami, County of Miami-Dade, and State of Florida, has named NOELIA MONTANER, located at 14024 SW 132nd Avenue, Miami, FL 33186 as its agent to accept service of process within Florida.

Dated: 6-12-02



NOELIA MONTANER, Incorporator



ANGELA PINAGLIA, Incorporator

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JUN 19 PM 3:00

FILED

HAVING BEEN NAMED to accept service of process for the above Corporation, at the place designated in this Certificate, I hereby agree to accept and act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



NOELIA MONTANER, Registered Agent

Dated: 6-12-02