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DIVISION OF CORPORATIONS
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November 14,, 2002

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: World of Kids Learning Center, Inc.

To whom it concerns:

I have enclosed Articles of Incorporation for World of Kids Learning Center, Inc. I have also enclosed a check in the amount of \$78.75 representing payment for filing fees, Registered Agent Designation and a certified copy of the filed Articles. Please return all correspondence to me at the letterhead address.

Sincerely,

A handwritten signature in black ink, appearing to read "A. Wellington Barlow".

A. Wellington Barlow, Esquire

Enclosures

ARTICLES OF INCORPORATION

World of Kids Learning Center, Inc.

BY THESE ARTICLES OF INCORPORATION, the incorporator forms a corporation for profit under Florida Law.

ARTICLE I

The name of the corporation is **World of Kids Learning Center, Inc.**

ARTICLE II

The corporation's existence shall be perpetual.

ARTICLE III

The purpose of this corporation is to engage in any lawful business under the laws of the State of Florida and to exercise all powers so enumerated in the by-laws and those powers now or hereafter granted to for profit corporations in the State of Florida.

ARTICLE IV

This corporation is authorized to issue 1,000 shares of common stock of a par value of \$0.01 per share.

ARTICLE V

The initial registered agent for this corporation is A. Wellington Barlow, Esquire, 1403 Dunn Ave. Suite 17, Jacksonville, FL 32218.

ARTICLE VI

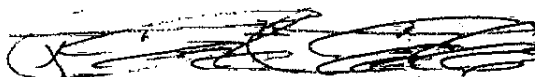
The initial principal office is located at 6455 Argyle Forest Blvd. #403, Fl. 32244 **This address shall serve as the principal (office) & place of business until another site can be located.**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE VII

The name and address of the incorporator is Chan'te Clarke, 6455 Argyle Forest Blvd., #403, Jacksonville, FL 32244.

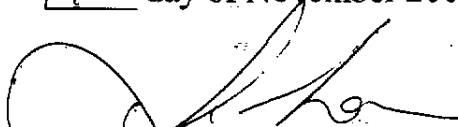
Dated this 14th day of November, 2002.


Chan'te Clarke, Incorporator

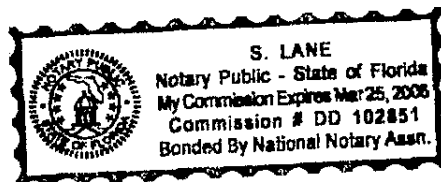
02 NOV 18 AM 10:57
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**STATE OF FLORIDA
COUNTY OF DUVAL**

14th The foregoing instrument was acknowledged before me on this
day of November 2002,


Notary Public

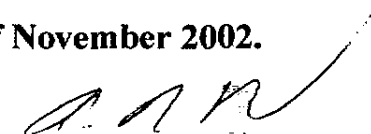
My Commission Expires: _____



CONSENT OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above 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.

Dated this 14th Day of November 2002.


A. Wellington Barlow, Esq., Registered Agent