

**Electronic Articles of Incorporation
For**

P02000132264
FILED
December 10, 2002
Sec. Of State

ONCE UPON A TIME ACADEMY INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ONCE UPON A TIME ACADEMY INC

Article II

The principal place of business address:

7230 W. COLONIAL DRIVE
ORLANDO, FL. 32818

The mailing address of the corporation is:

7230 W. COLONIAL DRIVE
ORLANDO, FL. 32818

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000000

Article V

The name and Florida street address of the registered agent is:

FERRARO CAMILLA
3977 DIJON DRIVE
ORLANDO, FL. 32808

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: CAMILLA FERRARO

Article VI

The name and address of the incorporator is:

CAMILLA FERRARO
3977 DIJON DRIVE
ORLANDO, FL 32808

Incorporator Signature: CAMILLA FERRARO

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
HERBERT A FERRARO
2355 BROOKHAVEN AVENUE
FARROCKAWAY, NY. 11691

Title: CEO
FERRARO A CAMILLA
3977 DIJON DRIVE
ORLANDO, FL. 32808

Title: SEC
DELWAYNE R FERRARO
3977 DIJON DRIVE
ORLANDO, FL. 32808

Article VIII

The effective date for this corporation shall be:

12/03/2002