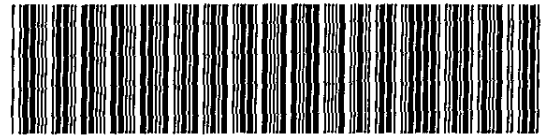


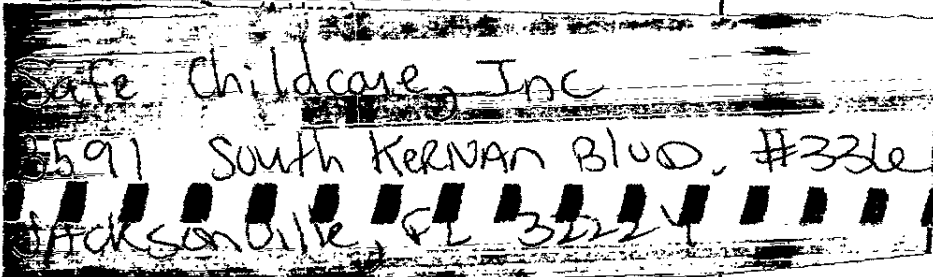
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(Requestor's Name)

(Address)



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(Business Entity Name)

(Document Number)

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Safe Childcare, Inc.

(present name)

P03000077325

(Document Number of Corporation (If known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Articles of Incorporation we restated and
Re drafted.

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TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 08-01-03

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 08 day of August, 2003.

Signature

Jason M. Pieri Sr.
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

JASON M. PIERI SR.
(Typed or printed name)

President

(Title)

RESTATED ARTICLES OF INCORPORATION

OF

Safe Childcare, Inc. A Florida Profit Corporation

(Pursuant to Chapter 607 and/or 621, Florida Statutes)

WHEREAS Safe Childcare, Inc., was formally incorporated on July 14, 2003. The initial directors of Safe Childcare, Inc. hereby adopt the following Restated Articles of Incorporation pursuant to Chapter 607.1007, Florida Statutes.

1. **Name.** The name of this corporation is Safe Childcare, Inc.
2. **Purpose and Powers.** This corporation is organized for the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

This corporation shall have perpetual duration and succession in its corporate name. This corporation shall have the same powers as an individual under Florida law to do all things necessary or convenient to carry out its business and affairs, including without limitation power:

- (a) To sue and be sued, complain, and defend in its corporate name;
- (b) To have a corporate seal, which may be altered at will and to use it or a facsimile of it, by impressing or affixing it or in any other manner reproducing it;
- (c) To purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located;
- (d) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property;
- (e) To lend money to, and use its credit to assist, its officers and employees in accordance with s. 607.0833, Florida Statutes;
- (f) To purchase, receive, subscribe for, or otherwise acquire; own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with shares or other interests in, or obligations of, any other entity;
- (g) To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the corporation), and secure any of its obligations by mortgage or pledge of any of its property, franchises, and income and make contracts of

guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation; a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting corporation; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation, and make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation;

(h) To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;

(i) To conduct its business, locate offices, and exercise the powers granted by this act within or without this state;

(j) To elect directors and appoint officers, employees, and agents of the corporation and define their duties, fix their compensation, and lend them money and credit;

(k) To make and amend bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for managing the business and regulating the affairs of the corporation;

(l) To make donations for the public welfare or for charitable, scientific, or educational purposes;

(m) To transact any lawful business that will aid governmental policy;

(n) To make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the corporation;

(o) To pay pensions and establish pension plans, pension trusts, profit-sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees, and agents and for any or all of the current or former directors, officers, employees, and agents of its subsidiaries;

(p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his or her death shares of its stock owned by the shareholder or by the spouse or children of the shareholder; and

(q) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity.

3. **Authorized Shares.** The corporation shall have the authority to issue 100 shares of stock. Only one class and series of stock is authorized. The par value of the stock is \$ 1.00 per share. Pursuant to Chapter 607.0721, Florida Statutes, each outstanding share is entitled to one vote on each matter submitted to a vote at a meeting of shareholders. The corporation elects to have preemptive rights. No part of this Section Three of the Articles of Incorporation may be amended unless 91% or more of the shares outstanding affirmatively approve such amendment.

4. **Principal Office and Mailing Address of Corporation.** The principal place of business and mailing address of the corporation shall be:

Principal Place of Business:

3591 South Kernan Blvd, Suite #336
Jacksonville, FL 32224

Mailing Address

3591 South Kernan Blvd, Suite #336
Jacksonville, FL 32224

5. **Initial Officers/Directors.** The initial Board of Directors shall consist of 3 persons, who shall serve until the first annual meeting of the shareholders, and whose names and addresses are:

Jason M. Pieri, Sr.

3591 South Kernan Blvd, Suite #336, Jacksonville, FL 32224
President

Robert T. Kemp

7064 Shady Pine Street West, Jacksonville, FL 32244
Vice-President

Jeffrey J. Truitt

P.O. Box 53245, Cincinnati, OH 45253
Secretary

6. **Registered Agent.**

The name and Florida street address of the Registered Agent of the Corporation is:

Jason M. Pieri, Sr.

3591 South Kernan Blvd, Suite #336
Jacksonville, FL 32224

7. **Incorporator.** The name and address of the incorporator is:

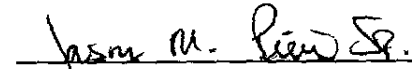
Jason M. Pieri, Sr.

3591 South Kernan Blvd. #336
Jacksonville, FL 32224

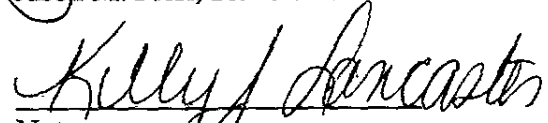
8. **Effective Date.** These Articles are to be effective the date of filing unless otherwise specified below:

IN WITNESS WHEREOF, the Directors have signed these Restated Articles of Incorporation on:

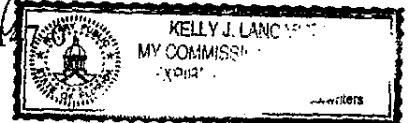
Date: August 1st, 2003


Jason M. Pieri, Sr. - President

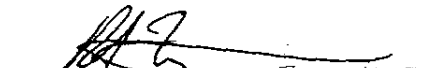
Date: August 1st, 2003


Notary


Type of Identification Produced: Florida DL # P600-433-79-14
Expires: 04-27-05



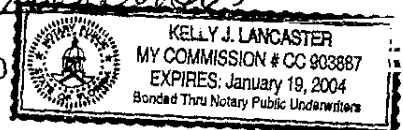
Date: August 1st, 2003


Robert T. Kemp - Vice-President

Date: August 1st, 2003


Notary

Type of Identification Produced: Florida DL # K510-778-72-266-0
Expires: 07-26-04



Date: August 1st, 2003


Jeffrey J. Truitt - Secretary

Date: August 1st, 2003


Notary

Type of Identification Produced: Florida DL # T630-430-71-047-0
Expires: 02-07-2008



ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Date: August 1st, 2003

Jason M. Pieri Sr.
Jason M. Pieri Sr. President

Date: August 1st, 2003



Kelly J. Lancaster
Notary

Type of Identification Produced: Florida DL # P600-433-79-147-0

Expires: 04-27-05