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To: Division of Corporations  
Fax Number : (850)205-0381

From: Account Name : FILINGS, INC.  
Account Number : 072720000101  
Phone : (850)385-6735  
Fax Number : (954)641-4192

**FLORIDA PROFIT CORPORATION OR P.A.**

**WESTBROOK ACADEMY, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

*Handwritten signature and date 9/2/03*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
WESTBROOK ACADEMY, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is, WESTBROOK ACADEMY, INC.

The principal place of business and mailing address of this corporation is, 2230 NW 47<sup>th</sup> Ave, Lauderhill, FL 33313.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 of common stock and of one series only. Additional stock may be authorized by the Board of Directors. Restrictions on the sale, use, transfer and encumbrance of the stock may be authorized by the corporation's by-laws.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is, STACEY W. CHESTNUT of 2230 NW 47<sup>th</sup> Ave, Lauderhill, FL 33313.

ARTICLE V. INCORPORATORS.

The name(s) and street address(es) of the incorporator(s) to these articles of incorporation is, STACEY W. CHESTNUT of 2230 NW 47<sup>th</sup> Ave, Lauderhill, FL 33313, DONNA WESTBROOK JOHNSON - 1519 NW 12<sup>th</sup> Ct., Ft. Lauderdale, FL 33311.

ARTICLE VI. DURATION.

This corporation shall exist perpetually. Corporate existence shall commence on the date this Article is filed with the Secretary of State.

ARTICLE VII. PURPOSE.

The purpose of the corporation is to perform any and all activities, any ownership, or operations necessary to lawfully conduct the business of operating a children's daycare/educational center, and to lawfully conduct any other lawful business in the State of Florida, the United States and other parts of the world.

This instrument prepared by:

FRANK M. MURPHY, P.A.  
7337 W. UNIVERSITY DRIVE  
SUITE # 101  
TALLAHASSEE, FLORIDA 32311  
(904) 833-8909  
FLORIDA BAR NO.: 0335816

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ARTICLE VIII. MERGER AND CONSOLIDATION.

The approval of a majority of the shareholders of this corporation to any plan of merger or consolidations shall be required in every instance, whether or not such approval is required by law.

ARTICLE IX. DIVIDENDS.

The holder of the record of the common stock of this corporation shall be entitled to dividends at such times as the corporation is authorized to pay dividends. In the event of voluntary or involuntary liquidation, dissolution, marshaling of assets, and/or winding up the affairs of the corporation, the holders of record of the outstanding stock shall be paid from the remaining assets of this corporation ratably.

ARTICLE X. VOTING

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

ARTICLE XI. PREEMPTIVE RIGHTS.

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the first right to purchase his/her pro rata share (as nearly as may be done without issuing fractional shares) at the price at which it is offered to others.

ARTICLE XII. BOARD OF DIRECTORS AND OFFICERS

This corporation shall initially have (FOUR) (4) Director(s). The number of Directors may be increased from time to time by the By-Laws, but never be less than one (1). The name and address of the initial Directors of this corporation are:

STACEY W. CHESTNUT of 2230 NW 47<sup>th</sup> Ave, Lauderhill, FL 33313,  
DONNA WESTBROOK JOHNSON - 1519 NW 12<sup>th</sup> Ct., Ft. Lauderdale, FL 33311,

The officers are:

President - STACEY W. CHESTNUT  
Vice President - DONNA WESTBROOK JOHNSON

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ARTICLE XIII. BY-LAWS

The initial By-Laws of this corporation shall be adopted by the Directors. By-Laws shall be adopted, altered, amended, or repealed from time to time by either Shareholders or the Board of Directors. However, the Board of Directors shall not alter, amend, or repeal any By-Law adopted by the Shareholders if the Shareholders specifically provide that such By-Law is not subject to amendment or repeal by the Directors.

ARTICLE XIV. COMPENSATION

The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as Directors, and to fix the basis and conditions upon which such compensation shall be paid. Any Directors of the Corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

ARTICLE XV. INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XVI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in this Article of Incorporation, or any amendment hereto, any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 29 day of AUG, 2003.

INCORPORATOR(S) :

Stacey W. Chestnut DATED: 8/29/03  
STACEY W. CHESTNUT

Donna Westbrook Johnson DATED: 8/29/03  
DONNA WESTBROOK JOHNSON

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA )  
COUNTY OF BROWARD )

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared, STACEY W. CHESTNUT & DONNA WESTBROOK JOHNSON, known to me and by me to be the person(s) who executed the foregoing Articles of Incorporation, and/or has produced identification in the form of: FLORIDA DRIVERS LICENSE

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 29 day of Aug, 2003.

My Commission expires:



Joyce L. Pantano  
Commission # 00117941  
Expires June 21, 2006  
Notary Public  
Atlantic Bonding Co., Inc.

Joyce L. Pantano  
Notary Public State of Florida.

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:

WESTBROOK ACADEMY, INC., desiring to organize and/or qualify under the laws of the State of Florida, with its principal place of business at 2230 NW 47<sup>th</sup> Ave, Lauderhill, FL 33313, has appointed STACEY W. CHESTNUT, as its agent to accept service of process within Florida.

INCORPORATOR(S):

Stacey W. Chestnut DATED: 8/29/03  
STACEY W. CHESTNUT

Donna Westbrook Johnson DATED: 8/29/03  
DONNA WESTBROOK JOHNSON

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to 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.

Stacey W. Chestnut DATED: 8/29/03  
STACEY W. CHESTNUT

This Instrument prepared by:

RENNY W. KNUFFEN, P.A.  
7777 W. University Drive  
Suite 101  
Tampa, Florida 33621  
(813) 933-8889  
Florida Bar No. 0226916

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