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FLORIDA PROFIT CORPORATION OR P.A.

CAMELOT PRESCHOOL, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

CAMELOT PRESCHOOL, INC.

I, the undersigned, hereby associate for the purpose of becoming a corporation under provision of the General Business Corporation Act of the State of Florida.

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ARTICLE I

The name of the corporation shall be: CAMELOT PRESCHOOL, INC.

ARTICLE II

This corporation shall have perpetual existence unless dissolved voluntarily or involuntarily.

ARTICLE III

The general purpose for which this corporation is organized shall include all transactions of any and all lawful business permitted under the General Business Corporation Act and the laws of the State of Florida.

ARTICLE IV

The initial capital of this corporation shall be in excess of one hundred dollars (\$100.00).

ARTICLE V

The maximum number of shares of capital stock that this corporation is authorized to issue is 100 shares of common stock, having a par value of one dollar (\$1.00) per share. This class of shares shall have full voting rights.

The corporation shall have the power to amend these Articles at any time to provide for the issuance of additional classes of stock and to declare provisions for preferences, limitations, and relative rights in respect to the shares of each class.

Prepared by: David L. Margolsky, Esq.
Florida Bar No.: 981974
10761 SW 104th Street
Miami, Florida 33176
(305) 412-2100

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ARTICLE VI

The street address of the principle office of the corporation shall be: 9777 East Indigo Street, Miami, Florida 33157.

ARTICLE VII

The number of directors constituting the initial board of directors of the corporation is two but no more than five, and the name and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until successors are elected and shall qualify are:

Elissa Riddlehoover: 8100 SW 157th Street, Miami, Florida 33157.

Charles Riddlehoover: 8100 SW 157th Street, Miami, Florida 33157

ARTICLE VIII

The names and addresses of the first officers of this corporation are as follows:

PRESIDENT/SECRETARY:

Elissa Riddlehoover: 8100 SW 157th Street, Miami, Florida 33157.

VICE PRESIDENT/TREASURER

Charles Riddlehoover: 8100 SW 157th Street, Miami, Florida 33157

ARTICLE IX

The shareholders of the corporation shall possess preemptive rights to acquire shares of stock issued by the corporation.

ARTICLE X

The name and address of the incorporator are as follows:

Elissa Riddlehoover: 8100 SW 157th Street, Miami, Florida 33157.

Charles Riddlehoover: 8100 SW 157th Street, Miami, Florida 33157

ARTICLE XI

The designated registered agent for this corporation is Elissa Riddlehoover whose address is as follows:

8100 SW 157th Street, Miami, Florida 33157.

ARTICLE XII

The corporation may adopt by-laws and regulations creating, defining, limiting and regulating the powers of the corporation, the directors and stockholders, or any class of stockholders including but not limited to any provision for cumulative voting for directors, and any provisions which are required or permitted under the General Business Corporation Act of the State of Florida.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation for CAMELOT PRESCHOOL, INC. this 04 day of March 2004.




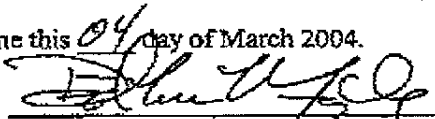
ELISSA RIDDLEHOOVER

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE) SS.:

BEFORE ME, the undersigned authority, this 04 day of March 2004, personally appeared Elissa Riddlehoover, who produced a Florida driver's license, and after being duly sworn on oath, deposed and said she has fully read and understood the foregoing Articles of Incorporation for CAMELOT PRESCHOOL, INC. and has executed same knowingly and voluntarily for the purposes expressed therein.

SWORN TO AND SUBSCRIBED before me this 04 day of March 2004.

 David L. Margoliesky
My Commission DC218788
Expires August 26, 2007


NOTARY PUBLIC, State of Florida
David L. Margoliesky
Printed Name

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CERTIFICATE OF DESIGNATION

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; CAMELOT PRESCHOOL, INC., DESIRING TO ORGANIZE AND QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS CORPORATE ADDRESS AT 9777 EAST INDIGO STREET, MIAMI, FLORIDA 33157, AND WITH ITS REGISTERED AGENT FOR SERVICE OF PROCESS WITHIN FLORIDA BEING: ELISSA RIDDLEHOOVER LOCATED AT 8100 SW 157 STREET, MIAMI, FLORIDA 33157 HAVING BEEN MADE 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 DUTIES.



REGISTERED AGENT
ELISSA RIDDLEHOOVER

3/4/04

DATE

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