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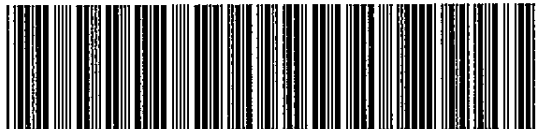
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TSOB/10/04

STRAYHORN & STRAYHORN, P.L.
A Professional Limited Liability Company
2125 First Street, Suite 200 • Fort Myers, Florida 33901

Guy M. Strayhorn (1889-1981)
Norwood R. Strayhorn (1911-1982)
Guy R. Strayhorn
E. Bruce Strayhorn, P.L.
Richard W. Pringle, P.A.

Reply to:
Richard W. Pringle
P. O. Box 1545
Fort Myers, FL 33902-1545

Telephone: 239/332-4717
Facsimile: 239/332-4718

E-Mail: Richard@strayhornlaw.com

March 8, 2004

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

RE: Articles of Incorporation – Binns Construction, Inc.

Dear Sir or Madam:

Enclosed you will find the Articles of Incorporation for KidsWeCare, Inc. along with a check in the amount of \$78.75 to cover the required filing fees. Please return the documents to Richard W. Pringle at P.O. Box 1545, Fort Myers, FL 33902.

Please feel free to contact me if you have any questions.

Sincerely,



Sherry Danford
Assistant to Richard W. Pringle

Enclosures

ARTICLES OF INCORPORATION

OF

BINNS CONSTRUCTION, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: BINNS CONSTRUCTION, INC.

The address of the principal office of this corporation shall be 2550 Hickey Creek Road, Alva, Florida 33920 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered agent's office of the corporation shall be 2125 First Street, Suite 201, Fort Myers, Florida 33901 and the name of the initial registered agent of the corporation at that address is Maria L. Binns.

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ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one (2) directors, initially. The name and address of the members of the Board of Directors is:

Curtis W. Binns Director	2550 Hickey Creek Road Alva, Fl 33920
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Maria L. Binns Director	2550 Hickey Creek Road Alva, Fl 33920
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ARTICLE VII. OFFICERS

The name and address of the sole officers of the corporation who shall hold office for the first year of the corporation, or until his successors are elected or appointed is:

Curtis W. Binns President	2550 Hickey Creek Road Alva, Fl 33920
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Maria L. Binns Secretary/Treasurer	2550 Hickey Creek Road Alva, Fl 33920
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ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Curtis W. Binns, 2550 Hickey Creek Road, Alva, Fl 33920

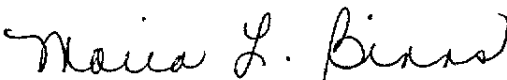
IN WITNESS WHEREOF, THE SAID INCORPORATOR has subscribed his name this 11th day of February, 2004.


CURTIS W. BINNS

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF INCORPORATION

Maria L. Binns, an individual residing in the State of Florida, having an address of 2125 First Street, Suite 201, Fort Myers, Fl 33901 herein designated as the registered agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of registered agent under Section 607.0505, Florida Statutes.

By: 
Maria L. Binns, Registered Agent

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