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2008 FEB 15 P 4: 25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FEB 18 2008  
D.A. WHITE

## COVER LETTER

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

**SUBJECT:** Einstein Kids Academy, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00      ☐ \$78.75  
Filing Fee      Filing Fee  
                    & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
<b>ADDITIONAL COPY REQUIRED</b>	

**FROM:** Quoc-Dzung V. Le

Name (Printed or typed)

14691 SW 33rd Court

Address

Miramar, FL 33027

City, State & Zip

954-683-0172

Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

ARTICLE OF INCORPORATION  
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

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ARTICLE I – NAME

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The name of this Corporation is Einstein Kids Academy, Inc.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business/mailing address is:

14691 SW 33<sup>rd</sup> Court  
Miramar, Florida 33027

ARTICLE III – PURPOSE

The nature of the business and, the objects and purpose to be transacted, promoted and carried on, are to do any or all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world:

“The purpose of the corporation is to provide daycare/childcare services; however, it is not limited to purpose, but rather the corporation can engage in any lawful act or activity for which corporations may be organized under the corporate laws of the United States and State of Florida.”

ARTICLE IV – SHARES

This corporate is authorized to issue 100,000 shares of 10 cents (\$0.10) par value common stock, which shall be designated “Common Shares”.

ARTICLE V – INITIAL OFFICERS AND/OR DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and addresses of the initial Directors of this Corporation are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Quoc-Dzung V. Le	President	14691 SW 33 <sup>rd</sup> Court Miramar, Florida 33027
Joseph Sous	Vice President	6261 Osprey Terrace Coconut Creek, FL 33073
Khanh T. Nguyen	Secretary	14691 SW 33 <sup>rd</sup> Court Miramar, Florida 33027

#### ARTICLE VI – REGISTERED AGENT

The registered agent in charge thereof of this Corporation is Quoc-Dzung V. Le, 14691 SW 33<sup>rd</sup> Court, Miramar, FL 33027.

#### ARTICLE VII – INCORPORATOR

The name and address of the incorporator is Quoc-Dzung V. Le, 14691 SW 33<sup>rd</sup> Court, Miramar, FL 33027.

#### ARTICLE VIII – BY-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

#### ARTICLE VIII – INDEMNIFICATION

Officers or Directors of the Corporation shall not be liable to either the Corporation or its Stockholders for monetary damages for a breach of fiduciary duties unless the breach involves: 1) a Director's duty of loyalty to the corporation or its stockholders; 2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; 3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or 4) a transaction from which the director derived an improper personal benefit. Furthermore, the Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE VIII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

I, THE UNDERSIGNED, for the purpose of forming a Corporation under the laws of the State of Florida, do make, file, and record this Article of Incorporation Certificate and do certify that the facts herein are true. Having been named as registered agent to accept service of process for the above state corporation at the place designated in this certificate, I am familiar with and accept the appointment of registered agent and agree to act in this capacity.



Signature/Register Agent

2/8/08

Date



Signature/Incorporator

2/8/08

Date

2008 FEB 15 P 4:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED