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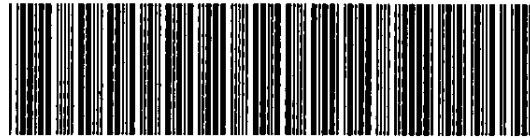
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
DEC -5 AM 9:52

Ps 14611

**KINDRED SPIRIT LEARNING CENTER II INC
925 IVEY LANE
ORLANDO, FL 32811**

December 1, 2012

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL. 32314

DEAR SIRs:

ENCLOSED PLEASE FIND SEVENTY EIGHT DOLLARS AND SEVENTY
FIVE CENTS COSTS AND HANDLING OF INCORPORATION OF:
KINDRED SPIRIT LEARNING CENTER II INC

THANK YOU,
BRIDGETTE C. FRANKLIN

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

12 DEC -5 AM 9:53

**ARTICLES OF INCORPORATION
OF
KINDRED SPIRIT LEARNING CENTER II INC**

ARTICLE I – NAME

THE NAME OF THIS CORPORATION IS:

KINDRED SPIRIT LEARNING CENTER II INC

ARTICLE II – DURATION

THESE ARTICLES OF INCORPORATION SHALL BE EFFECTIVE UPON APPROVAL BY THE SECRETARY OF STATE OF THE STATE OF FLORIDA. THIS CORPORATION IS TO HAVE PERPETUAL EXISTENCE UNLESS SOONER DISSOLVED ACCORDING TO LAW.

ARTICLE III - PURPOSE

TO ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA AND THE UNITED STATES.

ARTICLE IV – CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES THAT A CORPARTION IS AUTHORIZED TO HAVE ANY ONE TIME 1000 SHARES OF COMMON STOCK. EACH HAVING THE PAR VALUE OF \$ 1.00 (ONE DOLLAR) PER SHARE. THE CONSIDERATION TO BE PAID FOR EACH SHARE SHALL BE FIXED BY THE BOARD OF DIRECTORS FROM TIME TO TIME.

ARTICLE V – INITIAL CAPITAL

THE AMOUNT OF CAPITAL STOCK WITH THIS CORPORATION WILL BEGIN BUSINESS IS ONE THOUSAND DOLLARS (\$1000.00)

ARTICLE VI – ADDRESS

THE INITIAL STREET ADRESS OF THE PRINICIPAL OFFICE OF THIS CORPORATION WILL BE LOCATED AT:

**925 IVEY LANE
ORLANDO, FLORIDA 32811
(321) 287-8559**

ARTICLE VII – DIRECTORS

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS ADOPTED BY THE SHAREHOLDERS.

ARTICLES VIII – INITIAL DIRECTORS

THE NAME(S) AND ADDRESS(ES) OF THE BOARD OF DIRECTORS AND THE OFFICE(S) ARE ELECTED AND HAVE QUALIFIED ARE:

NAME	OFFICE	ADDRESS
BRIDGETTE C. FRANKLIN	PRESIDENT	1216 LAKE BISCAYNE WAY ORLANDO, FL 32824
JANIE BULLARD	V-PRESIDENT	4779 PLEASANT VALLEY CT ORLANDO, FL 32811
DENNIS WILLIAMS	OFFICER	6404 SAGEWOOD DRIVE ORLANDO, FL 32818

ARTICLE IX – SUBSCRIBER(S)

THE NAME AND STREET ADDRESS OF THE SUBSCRIBER (S) OF THESE ARTICLES OF INCORPORATION AND THE NUMBER OF SHARES OF STOCK HE/SHE HAS AGREED TO TAKE IS AS FOLLOWS:

NAME	ADDRESS	SHARES
BRIDGETTE C. FRANKLIN	PRESIDENT 1216 LAKE BISCAYNE WAY ORLANDO, FL 32824	1000

ARTICLE X- SUBSCRIBER(S)

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

**BRIDGETTE C. FRANKLIN
1216 LAKE BISCAYNE WAY
ORLANDO, FL 32824**

ARTICLES XI – PRE- EMPTIVE RIGHTS

EACH SHAREHOLDER OF THE CORPORATION SHALL BE ENTITLED TO FULL PRE-EMPTIVE RIGHTS TO ACQUIRE HIS (HER) PROPORTIONAL PART OF ANY ISSUED, UNISSUED, OR TREASURY SHARES OF THE CORPORATION AT NET ASSET VALUE.

ARTICLES XII – AMENDMENTS)

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE SHAREHOLDERS AND APPROVED MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON, UNLESS ALL OF THE DIRECTORS AND ALL OF THE SHAREHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT TO THESE ARTICLES OF INCORPORATION BE MADE.

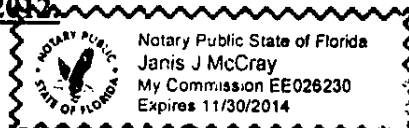
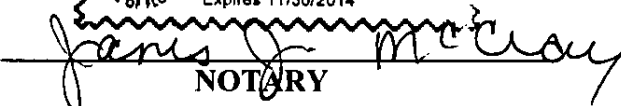
IN WITNESS WHEREEOF, I HAVE SET MY HAND AND SEAL, AND ACKNOWLEDGED AND FILED THE FOREGOING ARTICLES OF INCORPORATION UNDER THE LAW 1st OF December 2012.


BRIDGETTE C. FRANKLIN

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENT IN THE THIS STATE AND COUNTY SET FOURTH ABOVE, PERSONALLY APPEARED BRIDGETTE C. FRANKLIN KNOWN TO ME AND KNOWN BY ME TO BE THE PERSON (S) WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND THEY ACKNOWLEDGED BEFORE ME THAT THEY EXECUTED THOSE ARTICLES OF INCORPORATION.

2ND OF NOVEMBER 2012.



NOTARY

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING UPON WHOM PROCESS MAY BE SERVED.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
DEC -5 AM 9:53

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED, IN ACCORDANCE WITH
SAID ACT:

FILED STATE
SECRETARY OF CORPORATIONS
DEC - 5 AM 9:53

KINDRED SPIRIT LEARNING CENTER II INC

**HAVING BEEN ORGANIZED UNDER:
THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE AT**

**925 IVEY LANE
ORLANDO, FL 32811**

**IN THE CITY OF ORLANDO FL, COUNTY OF ORANGE AND IN THE STATE
OF FLORIDA, AS INDICATED IN THE ARTICLES OF INCORPORATION,
HAS NAMED:**

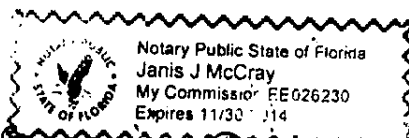
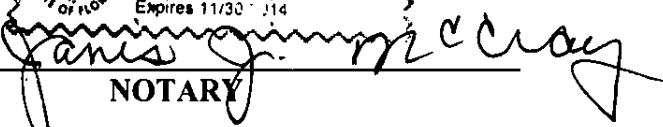
BRIDGETTE C. FRANKLIN

IT'S AGENT TO ACCEPT PROCESS WITHIN THE STATE.

**HAVING BEEN NAMED TO ACCEPT PROCESS SERVICE OF PROCESS FOR
THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN
THIS CERTIFICATE, I HEREBY ACCEPT AND AGREE TO ACT IN SAID
CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID
ACT RELATIVE TO KEEPING SAID OFFICE OPEN.**



**REGISTERED AGENT
BRIDGETTE C. FRANKLIN**

NOTARY