

P92000010176

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March 30, 1998

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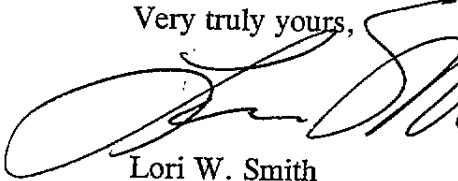
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Dear Sir or Madam:

Enclosed please find articles of dissolution and joint written action to be filed with the Department upon receipt for Just for Kids Day Care, Inc., a Florida corporation, Florida document number P920000010176 in accordance with Florida Statute §607.1403. We have enclosed a filing fee in the amount of \$35.00 as well as \$8.75 for a certificate of status. We would request that the certificate of status be issued following dissolution and forwarded to the address above.

Thank you for your attention to this matter.

Very truly yours,

  
Lori W. Smith  
Attorney for Just for Kids Day Care, Inc.

FILED  
98 APR 11 AM 9:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LWS/bkt  
Enclosures  
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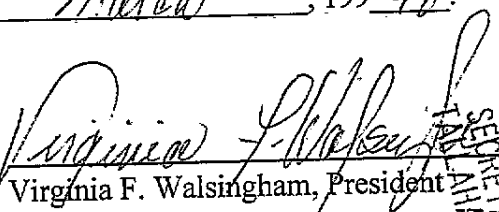
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**ARTICLES OF DISSOLUTION  
OF  
JUST FOR KIDS DAYCARE INC.**

**THE UNDERSIGNED**, as President of **JUST FOR KIDS DAYCARE INC.**, a Florida corporation, Florida Document Number **P92000010176**, (the "Corporation"), in accordance with Section 607.1403, Florida Statutes, hereby adopts the following Articles of Dissolution for the Corporation:

1. Name. The name of the Corporation is **JUST FOR KIDS DAYCARE INC.**
2. Date of Authorization. Dissolution of the Corporation was authorized by written consent of the Corporation's shareholders on March 29, 1998.
3. Statement Concerning Sufficiency of Vote. The Dissolution of the Corporation was approved by the Corporation's Shareholders by their unanimous vote, which is a vote sufficient to approve the dissolution of the Corporation under the Corporation's Articles of Incorporation and Bylaws and under the laws of the State of Florida.
4. Effective Date of Dissolution. The Dissolution of the Corporation shall be effective upon the filing of these Articles of Dissolution with the Florida Department of State.

**IN WITNESS WHEREOF**, the undersigned President of the Corporation has executed these Articles of Dissolution this 29 day of March, 1998.

  
Virginia F. Walsingham, President

**FILED**  
98 APR -1 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**JOINT WRITTEN ACTION BY THE  
DIRECTORS AND SHAREHOLDERS OF  
JUST FOR KIDS DAYCARE INC.**

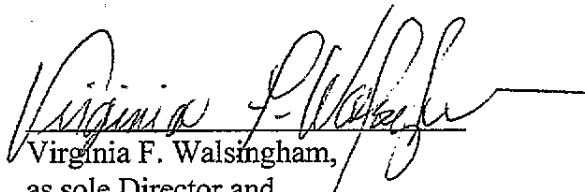
March 29, 1998

THE UNDERSIGNED, constituting the sole member of the Board of Directors and the sole shareholder of JUST FOR KIDS DAYCARE INC., (the "Corporation"), hereby takes the following action pursuant to Sections 607.0821 and 607.0704, Florida Statutes:

1. That it is deemed advisable and in the best interest of the Corporation to file Articles of Dissolution with the Florida Secretary of State effective upon filing, and the President and the Secretary are hereby authorized and directed to execute all documents necessary to effectuate the dissolution of the Corporation as herein set forth.

2. This Written Action is effective as of the date hereof.

IN WITNESS WHEREOF, the undersigned has executed this Written Action for the purpose of giving her consent hereto.

  
Virginia F. Walsingham,  
as sole Director and  
Shareholder