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LAW OFFICES  
ANN PORATH

WELLINGTON COUNTRY PLAZA  
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WEST PALM BEACH, FLORIDA 33414  
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March 3, 1995

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

000001421870  
-03/06/95--01000--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: SMALL CREATION CHILD CARE & LEARNING CENTER, INC.

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Amendment of Jafay, Corp. for filing.

Enclosed please find my check in the amount of \$70.00 as payment of filing fees.

Thank you for your cooperation in this matter.

Very truly yours,

*Ann Porath*  
Ann Porath

AP/vab  
Enclosures

FILED  
95 MAR -6 AM 8:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BE 3/8

ARTICLES OF INCORPORATION

OF

SMALL CREATION CHILD CARE & LEARNING CENTER, INC.

The undersigned subscribers to these Articles of Incorporation hereby form a corporation under the Florida Business Corporation Act.

ARTICLE I

Name of Corporation

The name of the corporation is:

SMALL CREATION CHILD CARE & LEARNING CENTER, INC.

ARTICLE II

Duration

The duration of the corporation is perpetual.

ARTICLE III

General Purpose

The general purposes for which the corporation is organized are:

1. A child care facility.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing, or necessary or desirable, in order to accomplish the foregoing, including borrowing or raising money for any purpose of the corporation, securing same, mortgaging all or any part of the corporate property, and to create, issue, draw and accept and negotiate bonds, mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE IV

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 a par value of \$1.00 per share.

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TALLAHASSEE, FLORIDA

ARTICLE V  
Address

The principal place of business and the mailing address for this corporation is:  
517 Jog Road, West Palm Beach, Florida 33415.

The name and address of the initial registered agent is: Willie Mae Dean, 517  
Jog Road, West Palm Beach, Florida 33415.

ARTICLE VII

It is the intention of the incorporators of this corporation that the first Board of  
Directors adopt the plan under Sections 1371-1379 (Subchapter S) of the Internal  
Revenue Code, allowing a "small business corporation" to have its income taxed  
directly to its shareholders.

ARTICLE VIII

No stockholder shall have the right to sell, assign, pledge, encumber, transfer,  
or otherwise dispose of any of the shares of the corporation at the net value thereof. If  
the corporation fails or refuses to make satisfactory arrangements for the purchase of  
such shares within thirty (30) days from written notice thereof, the stockholder shall  
have the right to dispose of his shares as he sees fit.

Each share certificate issued by the corporation shall have printed or stamped  
thereon the following legend: "These shares are held subject to certain transfer  
restrictions imposed by the Articles of corporation. A copy of such Articles is on file at  
the principal office of the corporation".

ARTICLE IX  
Directors

The number of Directors constituting the initial Board of Directors of the  
corporation is one. The names and address' of each person who is to serve as a  
member of the initial Board of Directors and the Officers of the corporation who shall  
hold office for the first year of the existence of the corporation, or until their successors  
are elected or appointed and have qualified are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Willie Mae Dean	President/Director	517 Jog Road West Palm Beach, FL 33415

ARTICLE X

The name and address of each incorporator is:

Willie Mae Dean                      President/Director                      517 Jog Road  
West Palm Beach, FL 33415

EXECUTED by the undersigned at West Palm Beach, Palm Beach County,  
Florida, this 3<sup>rd</sup> day of March, 1995.

Willie Mae Dean  
WILLIE MAE DEAN

STATE OF FLORIDA                      }  
COUNTY OF PALM BEACH                      }

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to administer oaths and take acknowledgments, personally appeared Willie Mae Dean, to me well known to be the person described as subscriber and who executed the foregoing Articles of Incorporation and acknowledged before me that she subscribed to those Articles of Incorporation.

3<sup>rd</sup> WITNESS my hand and Seal in the State and County named above this  
day of March, 1995.

[Signature]  
NOTARY PUBLIC, STATE OF  
FLORIDA AT LARGE

My Commission Expires:



FILED  
95 MAR -6 AM 8:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

SMALL CREATION CHILD CARE & LEARNING CENTER, INC.

2. The name and address of the registered agent and office is:

Willie Mae Dean

President/Director

517 Jog Road  
West Palm Beach, FL 33415

Willie Mae Dean  
WILLIE MAE DEAN

Date: 03/03/95

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as Registered Agent.

Willie Mae Dean  
WILLIE MAE DEAN

Date: 03/03/95