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

000001434400  
-03/21/95--01008--013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for Astro Tots Learning Center, Inc. along with a check in the amount of \$70.00 for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return this to me with the filing date stamped on it.

Thank you,

Karen J. Pierce

FILED  
SECRETARY OF STATE  
05 MAR 20 PM 1:32

SDS

## Articles of Incorporation

1. The name of the corporation is:

Antro Total Learning Center, Inc.

2. The principal place of business and mailing address of the corporation is:

5525 N. Courtenay Pkwy., Suite A  
Merritt Island, FL 32953

3. The corporation shall have the authority to issue 100,000 shares of common stock, in one class only, each with a par value of \$ 0.001.

4. The registered agent of the corporation is Karen T. Pierce and the registered address is 5525 N. Courtenay Pkwy., Suite A, Merritt Island, Florida 32953.

5. The initial Board of Directors shall have 2 member(s) whose name(s) and address(es) is/are as follows: Karen T. Pierce, 5525 N. Courtenay Pkwy., Suite A, Merritt Island, FL 32953 Charles W. Pierce, 5525 N. Courtenay Pkwy., Suite A, Merritt Island, FL 32953

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

6. The incorporator of this corporation is Karen T. Pierce whose address is 5525 N. Courtenay Pkwy., Suite A, Merritt Island, FL 32953

Dated March 15, 1995

Karen T. Pierce  
Incorporator

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.

Dated March 15, 1995

Karen T. Pierce  
Registered Agent