



THE COMPANY CORPORATION

Three Christina Centre • 201 N. Walnut Street • Wilmington, Delaware 19801 • Telephone: (302) 575-0440 • Fax: (302) 575-1140

P95001083696

March 7, 1995

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee FL 32314

RE: Baby Care Day Care Center Inc.
P3465244BAGEL

000001437350
-03/23/95--01010--014
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find Articles of Incorporation, Certificate of Acceptance and our check(es) in the amount of \$70.00 for Baby Care Day Care Center Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 208 with questions regarding the enclosed application.

Sincerely,

Kimberly Andras
Kimberly Andras

enc.

FILED
95 MAR 22 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LA BROWN MAR 23 1995

ARTICLES OF INCORPORATION
OF
Baby Care Day Care Center, Inc.

FILED

95 MAR 22 PM 4:14

RECORDED BY STATE
TALLAHASSEE, FLORIDA

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

FIRST: The name of the corporation shall be Baby Care Day Care Center, Inc.

SECOND: The address of the initial registered office of the corporation is 4411 Evans Avenue, Newport Richie FL 34652, County of Pasco. The name of the registered agent located at said address is Congetta Gelmi.

THIRD: The principal address of the corporation is 4411 Evans Ave., Newport Richie FL 34652.

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

FIFTH: The total authorized stock of this corporation is divided into 1500 shares of no par value.

SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as directors until the first annual meeting of shareholders or until their successors are as follows:

Congetta Gelmi 4411 Evans Avenue, Newport Richie FL 34652

SEVENTH: The duration of the corporation is perpetual.

EIGHT: This is Close Corporation.

NINTH: The name(s) and address(es) of the persons who are to act as incorporator(s) are as follows:

Kimberly Andras c/o The Company Corporation
Three Christina Centre, 201 N. Walnut St., Wilmington DE 19801

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 3rd day of March, 1995.

State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 3rd day of March, 1995 by Kimberly Andras.

SUSAN M. GRIFFIN
NOTARY PUBLIC-DELAWARE
Appointed October 6, 1994
Term 2 Years

Notary Public

This document was prepared by Kimberly Andras, Three Christina Centre, 201 N. Walnut Street, Wilmington DE 19801 (302) 575-0440

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON PROCESS MAY BE SERVED.**

FILED
95 MAR 22 PM 4:14
CLERK OF THE COURT
TALLAHASSEE, FLORIDA

In compliance with Section 43.091, Florida Statutes, the following is submitted:

First, this Baby Care Day Care Center, Inc.
desiring to organize under the laws of the State of Florida with its principal
place of business located in the city of Newport Richie, State of
Florida, has named Congetta Gelmi located at
4411 Evans Avenue
Newport Richie FL 34652 as its agent for service of
process within Florida.

Having been named to accept service of process for the above stated
corporation, at the place designated in this Certificate, I hereby agree to act
in this capacity, and I further agree to comply with the provisions of all
statutes relative to the proper and complete performance of my duties.

Congetta Gelmi

Date 2/24/95