

**CERTIFICATE OF INCORPORATION
OF
JEMS Child Care Specialists, Incorporated**

FIRST, The name of the Corporation is JEMS Child Care Specialists, Incorporated.

SECOND, Its registered office in the State of Florida is to be located at 5901 Masters Boulevard, in the City of Orlando, County of Orange. The registered agent in charge thereof is Mary V. Snyder, at 5901 Masters Boulevard, Orlando, Florida 32819. *SAME AS ABOVE*

Principal Address is the same as above.

THIRD, The nature of the business and objects and purposes to be transacted, promoted and carried on, are to do any and all things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:

"The purpose of the corporation is to engage in the business of providing child care and related services. The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from engaging in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Florida."

FOURTH, CAPITALIZATION (Check the appropriate block and complete the capitalization method.)

☒ **X** The corporation shall have the authority to issue 7,500 Shares of Common Stock, each share to have No Par Value. The shares may be issued for the consideration expressed in dollars as may be fixed from time to time by the Board of Directors.

The corporation shall have the authority to issue 7500 Shares of Common Stock, each share to have a Par Value of \$; The shares may be issued upon such terms as the Board of Directors may from time to time authorize.

The corporation shall have the authority to issue two classes of stock. The classification and par value of each share of stock shall be as follows: Shares of Common Stock with Par Value, designated as Class A Common Stock; and \$ each share, designated as Class B Preferred Stock.

Said preferred stock may be issued from time to time in one or more classes or series, with such dividend rates, voting rights of conversions, rights upon dissolution or liquidation and with such designations, preferences and relative participation, optional or other special rights or qualifications, limitations or restrictions thereof, as shall be determined by resolution adopted by the Board of Directors at the time such stock is issued

FIFTH, The names and mailing addresses of each of the incorporators are as follows:

NAME	POST OFFICE ADDRESSES
<u>Mary V. Snyder</u> Mary V. Snyder	5901 Masters Boulevard Orlando, FL 32819
<u>Edwin L. Snyder, II</u> Edwin L. Snyder, II	5901 Masters Boulevard Orlando, FL 32819
<u>Sandra S. Sanders</u> Sandra S. Sanders	6026 Crystal View Drive Orlando, FL 32819
<u>Joseph J. Sanders</u> Joseph J. Sanders	6026 Crystal View Drive Orlando, FL 32819

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

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, 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:

LEMS CHILD CARE SPECIALISTS, INCORPORATED 95
(must include suffix)

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

MARY Y. SNYDER
(NAME)

5401 MASTERS BLVD.
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

ORLANDO - FL 32819
(CITY/STATE/ZIP)

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 I am familiar with and accept the obligations of my position as registered agent.

Edward V. Snyder
(SIGNATURE)

5/26/95
(DATE)