

P95.000041667

LAZARUS CORPORATE INDUSTRIES, INC.
(Incorporator's Name)

100 S.W. 87 AVENUE, SUITE 116
(Address)

MIAMI, FLORIDA 33174 (305) 552-5973
(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

(904) 305-0715

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. CARI CARES FOR KIDS INC.
(Corporation Name) (Document #) 0000001502460
-05/31/95--01102--004
2. _____
(Corporation Name) (Document #) ****122.50 ****122.50
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 9:00

☒ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

55 MAY 26 PM 3:10

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SPB

ARTICLES OF INCORPORATION
OF

CARI CARES FOR KIDS INC.

The undersigned subscribers to these articles of incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be
CARI CARES FOR KIDS INC.

ARTICLE II

The general nature of the business to be transacted by the Corporation is as follows:

Child care facilities, day care for children all ages up to and including 12 years old. Provisions for providing meals on premises for all children.

To buy, sell, build, contract, equip, repair, maintain, improve, lease and let lands, dwellings, buildings, stores, warehouses, and other lands or buildings necessary, proper or convenient for corporation purposes and for general sale.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

To make, buy, sell purchase, assign, hypothecate and otherwise deal in notes, mortgages, bonds and other evidences of indebtedness secured and unsecured, guaranteed, insured or of conventional type.

To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, to invest, trade, deal in and deal with goods, wares and merchandise and real and personal property of every class and description.

To acquire, and pay for in cash, stock, bonds of this Corporation or otherwise, the good will, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

To borrow money and contract debts when necessary for the transaction of its business or for the exercise of the corporate rights, privileges, or franchise or for any other lawful purpose of its incorporation; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidence of indebtedness, payable at a specified time or times, or payable upon the happening of a specified event or events, whether secured by mortgage, pledge or otherwise, or unsecured, for money borrowed or in payment for property purchased or acquired or any other lawful objects.

In any manner to acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses or other rights or interest therein and thereunder.

To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock of, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations organized under the laws of this state or any other state or government, and while the owners of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own capital stock except surplus of its assets over its liabilities including capital; and provided further, that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly, nor counted as outstanding for the purpose of any stockholders quorum or vote.

To conduct business, have one or more offices and hold, purchase, mortgage and convey real and personal property in the State of Florida and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia and foreign countries.

To do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation or any amendment thereto or necessary or incidental to the protection and benefit of this Corporation, and in general to carry on any lawful business necessary or incidental to the attainment of the objects of this Corporation, whether or not such business is similar in nature to the objects set forth in these Articles of Incorporation, or any amendment thereto, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do. To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

The foregoing clauses shall be construed both as objects and powers, and shall be in addition to those powers granted by statute; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation or the nature of business or businesses to be transacted or engaged in by said corporation, but shall be in addition to the business or businesses authorized to be conducted by corporations under the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time shall be 100 shares of the par value of \$5.00 per share.

ARTICLE IV

The amount of capital stock with which this Corporation will begin business is not less than Five Hundred Dollars.

ARTICLE V

This Corporation shall exist perpetually and the existence shall cease only upon its lawful dissolution.

ARTICLE VI

The initial address of the principal office of this Corporation in the State of Florida is

968 S.W. 82 Ave. Miami, Florida 33144

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII

This Corporation shall have 2 directors initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders, but shall never be fewer than 2.

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors, who, subject to the provisions of the Articles of Incorporation, the By-Laws of this Corporation, and the laws of the State of Florida, shall hold office until their successors are elected and have qualified, are as follows:

MARIA C. DELGADO SS# 297-50-0260
741 N.W. 126 Ct.
Miami, Fl. 33182

RAFAELA RODRIGUEZ
741 N.W. 126 Ct.
Miami, Fl. 33182

ARTICLE IX

The names and street addresses of the subscribers to these Articles of Incorporation, and the number of shares of stock which they respectively agree to take and pay for are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
MARIA C. DELGADO	741 N.W. 126 Ct. Miami, Fl. 33182	100 SHARES

DL# D423-543-51-927-0

The whole or any part of the capital stock of the Corporation (including that subscribed herein) may be paid for in money, or in property, labor, services, or real estate, having a value, in the judgment of the Board of Directors, equivalent to the full par value of the shares of stock to be issued therefor.

The Board of Directors is hereby authorized to issue and hold all or any part of the shares of the capital stock of the Corporation (including that herein subscribed) as partly paid.

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

IN WITNESS WHEREOF, we, the undersigned, have hereunto set our hands and seals to these Articles of Incorporation, as subscribers aforesaid, on the 20th day of May, 1995 and made and executed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid.

Signed and sealed in
the presence of

Marie Alfrede.

MARIA C. DELGADO

James H. [Signature] SEAL

(SEAL)

(SEAL)

(SEAL)

STATE OF FLORIDA

COUNTY OF DADE

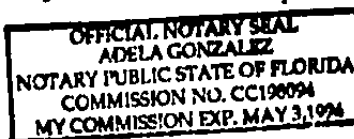
Before me, the undersigned, Notary Public in and for said State and County, personally appeared MARIA C. DELGADO

parties to the foregoing Articles of Incorporation, each to me well known, and known to be to be the individuals described in and who executed the foregoing Articles of Incorporation of CARI CARES FOR KIDS INC.

 and each severally acknowledged and declared that he/she did make, execute, subscribe and acknowledge the foregoing Articles of Incorporation as their several voluntary acts and deeds for the purpose of forming a body corporate, pursuant to and under the provision of the Laws of the State of Florida, and foregoing Articles of Incorporation, and that the facts set forth therein are true and correct.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this MAY 20, 1995, at MIAMI, Florida.

Adela Gonzalez
Notary
My commission expires:



CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, AGENT UPON
WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First—That CARI CARES FOR KIDS INC.

(Name of Corporation)

desiring to organize under the laws of the State of Florida with
its principal office, as indicated in the Articles of
Incorporation at City of MIAMI, County of DADE,
State of Florida has named MARIA C. DELGADO

(Name of Resident Agent)

located at 968 S.W. 82 Ave.

(Street address and number of building,
Post Office Box address not acceptable)

City of Miami, County of Dade

State of Florida, as its agent to accept service of process
within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with
the provision of said Act relative to keeping open said office.



Signature
(resident agent)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 MAY 26 PM 3:10

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P9500041667

LAZARUS CORPORATE INDUSTRIES, INC.

Requestor's Name

890 S.W. 87 AVENUE SUITE 16
Address

MIAMI, FLORIDA 33174 (305)552-5973
City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. CARI CARE FOR KIDS, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

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☐ Certificate of Service

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<input type="checkbox"/>	Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 DEC 26 AM 8:29

95 DEC 23 AM 9:59

DIVISION OF CORPORATION

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DEC 27

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12/23



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 20, 1996

LAZARUS CORPORATE INDUSTRIES

MIAMI, FL 33174

SUBJECT: CARI CARES FOR KIDS INC.
Ref. Number: P95000041667

We have received your document for CARI CARES FOR KIDS INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 496A00056944

RECEIVED
DIVISION OF CORPORATIONS
JAN 10 1997

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

CARI CARES FOR KIDS, INC.

I.D.# 65-0585581
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VI - The Board of Directors is ONE. The number of directors may be increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the new Board of Directors of this corporation who is also the incorporator and shareholder signing these amendments is:

MARIA C. DELGADO
741 NW 126 COURT
MIAMI, FLORIDA 33182

DIR/PRES.

100% SHARES

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
96 DEC 26 AM 8:29

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

All shares originally issued to RAFAELA RODRIGUEZ had been transferred to MARIA C. DELGADO.

THIRD: The date of each amendment's adoption: 10/25/96

FOURTH: Adoption of Amendment(s) (check one)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 25th day of October, 1996

Signature

Maria C. Delgado
(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

MARIA C. DELGADO - SS#299-50-0260

Typed or printed name

President / DIRECTORS / INCORPORATORS

Title

Rafaela Rodríguez

RAFAELA RODRIGUEZ - SS#448-76-1898