

195000049864

SANDCASTLE, INC.
3900 S.W. 40 AVE
DENBROKE PARK FL 33033

OFFICE USE ONLY

FILED
95 JUN 27 PM 12:40
SECRETARY OF STATE
TALLAHASSEE FL 32301

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

1. SandCastle, INC. (Corporation Name) (Document #)
2. Pre-School, INC. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

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****122.50 ****122.50

- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input 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

W95-12138
SDG
1597
1671
SDG

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 14, 1995

PAULETTE FERGUSON
3900 S.W. 40TH AVE.
PEMBROKE PARK, FL 33023

SUBJECT: SANDCASTLE, INC.
Ref. Number: W95000012138

We have received your document for SANDCASTLE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6931.

Steven Godfrey
Corporate Specialist

Letter Number: 495A00029199

CERTIFICATE OF INCORPORATION OF SAND CASTLE PRE-SCHOOL, INC.

For the purpose of forming a corporation for profit under the general incorporation laws of the State of Florida, it is respectfully requested of the Secretary of State the approval of such incorporation under the following Articles.

ARTICLE I

The name of this corporation shall be

SAND CASTLE PRE-SCHOOL, INC.
and

it's principal place of business shall be in Pembroke Park Fl. with the right to change and move said principal place of business and establish such other offices and places of business within or without the State of Florida as the Board of Directors may from time to time deem proper.

ARTICLE II

The general purpose and nature of the business of this corporation is to engage in any activity or business with any or all powers for any or all purposes determined convenient or necessary by the Board of Directors as permitted under the laws of the United States and the State of Florida except as may be restricted under these Articles and it's By-laws:

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TALLAHASSEE FLORIDA

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CERTIFICATE OF INCORPORATION OF SAND CASTLE PRE-SCHOOL, INC.

ARTICLE III

The total authorized capital stock of this corporation shall be one hundred shares of Common Stock with no par value. All of such stock shall be issued fully paid and non-assessable at and for such consideration, whether the same cash, services fixed rendered, or otherwise and upon such terms and conditions as may be fixed by the Board of Directors of this Corporation.

ARTICLE IV

The amount of capital with which this corporation shall begin, shall be not less than five hundred (\$500.00).

ARTICLE V

The corporation shall have perpetual existence, unless earlier terminated by due and proper legal procedure.

ARTICLE VI

The initial address of the principal office of the corporation shall be 3900 SW 40 AVENUE PEMBROKE PARK FL 33023.

ARTICLE VII

The number of Directors of said corporation shall be provided in the By-laws but in no event shall the number be less than one (1) nor more than five (5).

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CERTIFICATION OF INCORPORATION OF SAND CASTLE PRE-SCHOOL, INC.

ARTICLE VIII

The names and post office address of the members of the First Board of Directors who shall hold office for the first year of existence of the corporation, or until their successors are elected and qualified, unless otherwise by the By-laws:

PAULETTE FERGUSON 2816 RIVER RUN CIRCLE WEST, MIRAMAR FL 33025.

CAROL FERGUSON 8941 N LAKE MIRAMAR CIRCLE, MIRAMAR FL 33025.

YVONNE FERGUSON 8941 N LAKE MIRAMAR CIRCLE, MIRAMAR FL. 33025.

ARTICLE IX

In furtherance and not in limitation of powers conferred upon the Board of Directors, the Board of Directors are expressly authorized, and cause to be executed, mortgages and liens upon the real and personal property of the corporation for the purposes of furnishing security for it's indebtedness or for any other purpose. The Directors, if the By-laws so provide, may hold their meetings within or without the State of Florida. The corporation may in it's By-laws, confer powers additional to the power and authority expressly conferred upon them by statute to the Directors.

ARTICLE X

Amendments and revisio including alteration of any provision, of these Articles, and the by-laws, shall be by the shareholders or by a majcrity vote of shareholders voting, in

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CERTIFICATION OF INCORPORATION OF SAND CASTLE PRE-SCHOOL, INC.

the manner now or hereafter prescribed by the Statues.

BY-LAWS

The power to adopt, alter or repeal by laws shall be vested in the shareholders.

ARTICLE XI

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite name:

<u>NAMES</u>	<u>NUMBER OF SHARES</u>
PAULETTE FERGUSON	33 1/3
CAROL FERGUSON	33 1/3
YVONNE FERGUSON	33 1/3

Shares held by the initial shareholder listed above may not be resold or otherwise transferred to other persons unless approved by the President of the Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement.

ARTICLE XII

Special Meetings of shareholders may be called by Certified Mail, Return Receipt Requested, giving five (5) days written notice.

ARTICLE XIII

Fifty-one percent (51%) of the shares entitled to vote represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of fifty-one percent (51%) of the share

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CERTIFICATE OF INCORPORATION OF SAND CASTLE PRE-SCHOOL, INC.
represented at the meeting and entitled to vote on the subject
matter shall be act of the shareholder.

ARTICLE XIV

RIGHT OF SHAREHOLDER TO DISSENT

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act, even though on the date fixed to determine the shareholders entitled to vote on such corporate actions, the shares of this corporation were registered on a national securities exchange or held by not less than 2,000 shareholders.

ARTICLE XV

SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of the shareholders of this corporation, duly called as provided by law, except as provided for in Article XII.

ARTICLE XVI

MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the President of this Corporation.

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CERTIFICATE OF INCORPORATION OF SAND CASTLE PRE-SCHOOL, INC.

ARTICLE XVII

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XVIII

MEETING BY CONFERENCE TELEPHONE

Shareholders may participate in special meetings by means of conference telephone as provided.

ARTICLE XIX

DIVIDENDS

Dividends may be paid to shareholders only out of the unreserved and unrestricted earned surplus of the corporation.

ARTICLE XX

IDENTIFICATION

The corporation shall identify any Officer or Director, or any former Officer or Director, to full extent permitted by law.

ARTICLE XXI

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any

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CERTIFICATE OF INCORPORATION OF SAND CASTLE PRE-SCHOOL, INC.

Amendment hereto, and any right conferred upon shareholders is subject to this reservation.

ARTICLE XXII

NOTICE

Any notice required herein shall be by Certified Mail, Return Receipt Requested, or hand-delivered to the Stockholders at the following address: 3900 SW 40 AVENUE, PEMBROKE PARK FL. 33023.

ARTICLE XXIII

The name and address of the subscribers to these articles are
PAULETTE FERGUSON 2816 RIVER RUN CIRCLE WEST , MIRAMAR FL 33025.
CAROL FERGUSON 8941 N LAKE MIRAMAR CIRCLE, MIRAMAR FL. 33025.
YVONNE FERGUSON 8941 N LAKE MIRAMAR CIRCLE, MIRAMAR FL. 33025.

ARTICLE XXIV

The Resident Agent of this Corporation is PAULETTE FERGUSON

I, PAULETTE FERGUSON Hereby am familiar with and accept
the duties and responsibilities as registered agent for the said Corporation. The corporation's name is SAND CASTLE PRE-SCHOOL, INC.
3900 SW 40 AVENUE , PEMBROKE PARK FL 33023.

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CERTIFICATE OF INCORPORATION SAND CASTLE PRE-SCHOOL, INC.

We, the above name subscribers and Resident Agent hereunto set
our hand and seal this 19TH day of JUNE 1995.

✓ Paulette Ferguson Brown
✓ Yvonne Ferguson
✓ Carol Ferguson Nicholas

STATE OF FLORIDA)

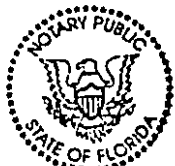
S.S

COUNTY OF DADE)

BEFORE ME personally appeared PAULETTE FERGUSON, CAROL FERGUSON
AND YVONNE FERGUSON

to me well known and known by me to be the same people who
executed the above and foregoing instrument and acknowledged that
they signed, sealed, and delivered the same as their free act
deed as setforth therein.

WITNESS MY HAND AND OFFICIAL SEAL THIS 19TH DAY OF JUNE
1995.



OFFICIAL NOTARY SEAL
D V MARSH
COMMISSION NO. CC206891
COMMISSION EXP JUNE 21, 1996

DM

NOTARY PUBLIC STATE OF FLORIDA AT
LARGE

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

MY COMMISSION EXPIRES JUNE 21, 1996.

D V MARSH