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MARSHALL E. WOOD, P.A.

Attorney at Law

SUITE 200, ALLAN BUILDING

303 CENTRE STREET

FERNANDINA BEACH, FLORIDA 32034

RECEIVED

95 JUL 25 AM 10:58

DIVISION OF CORPORATION

MARSHALL E. WOOD
SARA P. JONES, C.L.A.

700001545217
-07/25/95--01056--007
*****70.00 *****70.00

July 24, 1995

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

WOOD04

700001545217
-07/25/95--01056--007
*****70.00 *****70.00

Re: ~~Autumn Child Care, Inc.~~

Dear Sirs:

Enclosed please find the original Articles of Incorporation of Autumn Child Care, inc. for filing pursuant to Florida Statutes Section 607.0120.

Also enclosed please find this firm's check in the amount of \$70.00 representing payment by the corporation of the following costs:

Filing Fee	\$ 35.00
Designation of Resident Agent	35.00

Please file the Articles of Incorporation and forward your letter of receipt to me at your earliest convenience.

Thank you for your assistance in this matter.

Sincerely,

Sara P. Jones

Sara P. Jones, CLA
Legal Assistant

Capital
connection

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 25 PM 1:57

7/25/95

Enclosures

Capital Connection
AUTHORIZATION BY FAX/ETC
CORRECT hA address on acceptance
DATE 7-27-95
DOC. EXAM AL

ARTICLES OF INCORPORATION

OF

AUTUMN CHILD CARE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUL 25 PM 1:57

The undersigned, acting as incorporator under the provisions of the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is: AUTUMN CHILD CARE, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation is being organized for the transaction of any and all lawful business permitted under the Florida Business Corporation Act and the laws of the United States.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue is One Thousand (1,000) with a par value of ONE DOLLAR (\$1.00) each. All of the shares are of one class only.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. ADDRESS

The initial post office address of the principal office of this corporation is: 346 First Avenue East #10, Callahan, Florida 32011. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI. DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTOR

The name and post office address of the initial director, who shall hold office for the first year of corporate existence or until her successors are elected or appointed and have qualified is:

<u>DIRECTOR</u>	<u>ADDRESS</u>
VICTORIA ANN LEE	Route 4, Box 230, Marlee Road Callahan, FL 32011

ARTICLE VIII. INCORPORATOR

The name and post office address of the incorporator of this corporation is: VICTORIA ANN LEE, Route 4, Box 230, Marlee Road, Callahan, FL 32011.

ARTICLE IX. OFFICERS

The names and post office addresses of the officers who shall hold office for the first year of corporate existence or until their successors are elected or appointed are:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
VICTORIA ANN LEE	President/ Secretary/ Treasurer	Route 4, Box 230 Marlee Road Callahan, FL 32011

ARTICLE X. REGISTERED AGENT

The name and address of the initial registered agent of this corporation is: MARSHALL E. WOOD, 303 Centre Street, Suite 200, Fernandina Beach, FL 32034.

ARTICLE XI. AMENDMENTS

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 issued and outstanding stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made. Each and every action required to be voted upon and thereby approved by the stockholders shall be approved by a majority vote of the stockholders.

EXECUTED this 24TH day of July, 1995.

Victoria Ann Lee
VICTORIA ANN LEE

STATE OF FLORIDA

COUNTY OF NASSAU

The foregoing instrument was acknowledged before me this 24TH day of July, 1995, by VICTORIA ANN LEE, who is personally

known to me and who did not take an oath.

Marshall E. Wood

Name: MARSHALL E. WOOD
Notary Public, State of Florida

My Commission Expires:



MARSHALL E. WOOD
Comm. No. CC 359761
My Comm. Exp. Apr. 25, 1998
Bonded thru Pichard Ins. Agency.

CERTIFICATION OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUL 25 PM 1:57

Pursuant to the provisions of Section 607.0501, 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: AUTUMN CHILD CARE, INC.
2. The name and address if the registered agent and office is:

MARSHALL E. WOOD
(Name)

303 CENTRE STREET, SUITE 200
(P. O. Box not acceptable)

FERNANDINA BEACH, FL 32034
(City/State/Zip)

Signature Victoria Ann Lee
(corporate officer)

Title President

Date July 24, 1995

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.

Signature Marshall E. Wood

Date July 24, 1995

Registered Agent Filing Fee: \$35.00