

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086



99500059694

ACCOUNT NO. : 072100000032

REFERENCE : 652576 6162A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 122.50

ORDER DATE : August 2, 1995

FILED

ORDER TIME : 10:17 AM

ORDER NO. : 652576

CUSTOMER NO: 6162A

CUSTOMER: Barbara Buchanan, Legal Asst
GRAY HARRIS & ROBINSON

S.e. Bank Building, Suite 1200
201 E. Pine Street
Orlando, FL 32801

File 1st

DOMESTIC FILING

NAME: A ABOVE & BEYOND NANNY
PLACEMENTS, INC.

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: _____

T. BROWN AUG - 2 1995

FILED
95 AUG - 2 PM 2:25
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
A ABOVE & BEYOND NANNY PLACEMENTS, INC.

FILED
95 AUG -2 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is A ABOVE & BEYOND NANNY PLACEMENTS, INC.

ARTICLE II - ADDRESS

The principal office address of the corporation is 950 N. Orlando Avenue, Suite 350, Winter Park, Florida 32790.

ARTICLE III - DURATION

This corporation shall exist perpetually.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

950 N. Orlando Avenue, Suite 350
Winter Park, Florida 32790

The name of the initial registered agent of this corporation at that address shall be:

Bronda Cunningham

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

A. This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1).

B. The names and addresses of the initial directors and officers of this corporation are as follows:

| <u>Name</u> | <u>Street Address</u> | <u>Office</u> |
|-------------------|---|---|
| Sandra Rothfeldt | 656 Oak Hollow Way Altamonte Springs, FL 32714 | Director/ President/ Secretary |
| Bronda Cunningham | 4019 Anchor Way Orlando, FL 32804 | Director/ Vice President/ Treasurer |

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

| <u>Name</u> | <u>Address</u> |
|-------------------|--------------------------------------|
| Brenda Cunningham | 4019 Anchor Way Orlando, FL 32804 |

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27th day of July, 1995.

Brenda Cunningham
Brenda Cunningham
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

29th The foregoing instrument was acknowledged before me this day of July, 1995, by BRENDA CUNNINGHAM.

Teresa Moore
Signature of Notary Public
Teresa Moore
(Print Notary Name)
My Commission Expires: 11/22/98
Commission No.: 00422857

AFFIX NOTARY STAMP

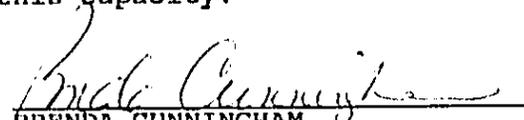


TERESA MOORE
My Commission GC422857
Expires Nov. 22, 1998
Bonded by HAI
800-422-1555

Personally known, or
 Produced Identification
Type of Identification Produced:
Florida D.L.

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of A ABOVE & BEYOND NANNY PLACEMENTS, INC., I hereby accept and agree to act in this capacity.


BRENDA CUNNINGHAM

FILED
35 AUG -2 PM 2:25
SECRET
TILMUSSEB
DATE