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STEPPING STONES LEARNING CENTER OF OKEECHOBEE, INC.
2671 Hwy. 70 West
Okeechobee, FL 34971
(941) 467-1906

August 14, 1995

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Stepping Stones Learning Center of Okeechobee, Inc.

Gentlemen:

Enclosed please find the original and one copy of Article of Incorporation, together with my check in the amount \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Sincerely,

Carolyn A. Donaldson
Carolyn A. Donaldson

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

FILED

Stepping Stones Learning Center of Okeechobee, Inc.
(name of corporation)

95 SEP - 1 PM 4: 48

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

SECRETARY OF STATE

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Stepping Stones Learning Center of Okeechobee, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Hundred shares (100) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Carolyn A. Donaldson		
ADDRESS	2671 Hwy. 70 West		
CITY	Okeechobee	FLORIDA	ZIP 34972

The principal office, if known, or the mailing address of the corporation is:

NAME	Stepping Stones Learning Center of Okeechobee, Inc.		
ADDRESS	2671 Hwy. 70 West		
CITY	Okeechobee	FLORIDA	ZIP 34972

ARTICLE VI - INITIAL BOARD OF DIRECTORS

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). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Carolyn A. Donaldson		
ADDRESS	6681 SW 13th Street		
CITY	Okeechobee	STATE FL	ZIP 34974
NAME	Loal U. Donaldson		
ADDRESS	6681 SW 13th Street		
CITY	Okeechobee	STATE FL	ZIP 34974
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Carolyn A. Donaldson		
ADDRESS	6681 SW 13th Street		
CITY	Okeechobee	STATE	FL ZIP 34974
NAME	Loal U. Donaldson		
ADDRESS	6681 SW 13th Street		
CITY	Okeechobee	STATE	FL ZIP 34974
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of _____, 19____.

Carolyn A. Donaldson (Seal)
Loal U. Donaldson (Seal)
____ (Seal)

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

**FILED
35 SEP -1 PM 4:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Stepping Stones Learning Center of Okeechobee, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 2671 Hwy. 70 West
Okeechobee, FL 34972

has named Carolyn A. Donaldson
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Carolyn A. Donaldson
(registered agent)