

096000026910

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

200001708502  
-02/06/96--01123--017  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: SUNNY KIDS CHILD DEVELOPMENT CENTERS INC.  
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check  
for \$ 122.50.

FROM:

ARLEN BAYES  
Name (printed or typed)  
P.O. BOX 170226  
Address  
HALEAH, FLORIDA 33017  
City, State, & Zip  
(305) 669-5557  
Telephone Number

FILED  
96 MAR 21 AM 11:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2/19/96  
FD

Note: Please provide the original and one copy of the Articles.



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 9, 1996

ARLEEN DAVIS  
POST OFFICE BOX 170226  
HIALEAH, FL 33017

SUBJECT: SUNNY KIDS CHILD DEVELOPMENT CENTERS INC.  
Ref. Number: W96000003056

We have received your document for SUNNY KIDS CHILD DEVELOPMENT CENTERS INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

You must list at least one incorporator with a complete business street address.

I BELIEVE YOU ARE MISSING PAGE TWO OF THE ARTICLES.

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) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 896A00005826

FILED  
MAR 21 AM 11:53  
STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF INCORPORATION**

**OF**

**SUNNY KIDS CHILD DEVELOPMENT CENTERS INC.,**

We, the undersigned subscribers to these Articles of Incorporation natural persons competent to contract from a Corporation the Laws of the State of Florida.

**ARTICLE I, NAME OF CORPORATION:**

The name of the corporation shall be

SUNNY KIDS CHILD DEVELOPMENT CENTERS INC.,

**ARTICLE II, GENERAL NATURE OF THE BUSINESS:**

The general nature of the business and the object and purpose to be transacted and carried on are:

To conduct any and all business not prohibited by the Laws of the United States and State of Florida.

To conduct business to have one or more officers in and manufacture, buy, hold, mortgages, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights and licenses, in the State of Florida and other countries to conduct debts and borrow money, issued and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer of corporate properties, or instruments to secure the payments of corporate indebtedness as require.

To purchase the Corporate assets or any other Corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences or indebtedness created by any other corporation of the State of Florida, or any other State or government and while owner of such stock to exercise all the rights, powers and privileged of ownership, including the right to vote such stock.

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56 MAR 21 AM 11:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE III, CAPITAL STOCK:**

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 1000 shares at \$1.00 per share. Such stocks may be issued by the Corporation from time to time for such consideration as may be fixed by the Board of Directors thereof, and may be paid in cash, labor or services.

**ARTICLE IV, INITIAL CAPITAL:**

The number of shares with which this Corporation shall commence business is not less than 1000 common stock, and the amount of capital with which this Corporation shall commence business will not be less than One Thousand Dollars ( \$ 1000.00 ).

**ARTICLE V, TERM:**

The Corporation shall continue perpetually, unless sooner dissolved according to laws.

**ARTICLE VI, PRINCIPAL PLACE OF BUSINESS:**

The initial place of business of said Corporation in this State shall be 21334 S.W. 112 AVE Goulds, Fl 33189 Garden Walk Complex but the Board of Directors may from time to time, move the principal place of the office to any other address in the State of Florida

**ARTICLE VII, DIRECTORS:**

The business of the Corporation shall be conducted by the Board of Directors, and the number of which Directors shall be fixed by the Stockholders at any regular or called meeting, but the number of Directors shall not be less than one. A majority of the Board shall constitute a quorum. The members of the Board of Directors shall be elected at the annual meeting of Stockholders, and the several officers, as the case may provide for in the by-laws, shall be elected by the Board of Directors at a meeting held immediately after the adjournment of the annual stockholders meeting.

**ARTICLE VIII, FIRST BOARD OF DIRECTORS:**

The names and addresses of the First Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the by-laws of the Corporation and the Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and qualified, are as follow:

ARLEEN DAVIS-PRESIDENT/SECRETARY  
GARDEN WALK COMPLEX  
21334 S.W. 112 Avenue  
Goulds, Fl 33189

**ARTICLE IX, STOCK:**

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business. The name and place of residence of the subscriber to the capital stock and the number of the shares subscribed for are as follows:

ARLEEN DAVIS  
GARDEN WALK COMPLEX  
21334 S.W. 112 AVENUE  
GOULDS, FL 33189

1000 Shares at \$ 1.00 per  
share = \$1000.00

**ARTICLE X, OFFICERS:**

The names and mailing addresses of the incorporator, who subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have elected and qualified, are as follows:


ARLEEN DAVIS  
PRESIDENT/SECRETARY  
GARDEN WALK COMPLEX  
P.O. BOX 170226  
HIALEAH, FL 33017

**ARTICLE XI, AMENDMENT:**

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

~~ARLEEN DAVIS  
PRESIDENT/SECRETARY  
CARDEN WALK COMPLEX  
21334 S.W. 112 AVENUE  
GOULDS, FL 33189~~

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED  
ABOVE THIS 25th DAY OF March 1996.

 **CHARLES K. MILLER**  
MY COMMISSION # CC 44261  
EXPIRES: May 21, 1999  
Bonded Thru Notary Public Underwriters

FILED  
96 MAR 21 AM 11:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNING PLACE OF BUSINESS AND DOMICILE FOR THE  
SERVICE WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.**

In pursuance of Chapter 48,901, Section  
607, 164 Florida Statutes, the following  
is submitted, in the compliance with said  
act:

FIRST: SUNNY KIDS CHILD DEVELOPMENT CENTERS INC.,  
desiring to organized under the Laws of  
the State of Florida, with the principal  
office, as indicated in the Articles of  
Incorporation, at the City of Miami  
County of Dade, State of Florida, has named  
ARLEEN DAVIS located at 21334 S.W. 112 AVENUE  
Miami, Florida 33189 process within this  
State.

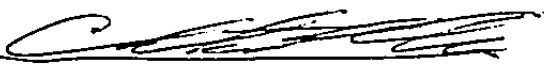
**ACKNOWLEDGEMENT:**

Having been named to accept services 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 provisions of  
said act relative to keeping open said  
office.

  
ARLEEN DAVIS  
REGISTERED AGENT



State of Florida  
County of Dade

  
Notary Public