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1201 HAYS STREET
TALLAHASSEE, FL 32310-0007
904-223-9911 FAX
904-223-9911

800-342-8086



PROFESSIONAL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 0721000000032

REFERENCE : 963873 4347A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 23, 1996

ORDER TIME : 8:45 AM

ORDER NO. : 963873

CUSTOMER NO: 4347A

CUSTOMER: Ms. Brenda Sutton
BURTON & BURTON, PA

P.o. Drawer 1729

Wauchula, FL 33873

FILED
STATE
SECRETARY
MAY 23 PM 3:36

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-05/23/96--01045--012
***122.50 ***122.50

DOMESTIC FILING

NAME: HELPING HANDS PRESCHOOL &
DAYCARE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

RECEIVED
96 MAY 23 PM 12:10
DIVISION OF CORPORATION

96/5/23

ARTICLES OF INCORPORATION

OF

HELPING HANDS PRESCHOOL & DAYCARE, INC.

FILED
CLERK OF STATE
OFFICE OF CORPORATIONS

26 MAY 23 PM 3:36

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation is **HELPING HANDS PRESCHOOL & DAYCARE, INC.**

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The corporation is organized for the purpose of owning and operating a Christian preschool and daycare; owning, leasing or otherwise holding interest in real and personal property; borrowing money from any individual, bank, savings and loan association, land bank association or production credit association; encumbering any real property owned by the corporation; and transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, and any amendments thereto.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares that the corporation has the authority to issue is One Hundred (100) shares, all of which shall be common shares with par value of \$1.00.

ARTICLE FIVE
PREEMPTIVE RIGHTS

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe or to acquire any unissued or treasury shares.

ARTICLE SIX
REGISTERED OFFICE

The street address of the initial registered office of the corporation is 207 South 8th Avenue, Wauchula, Florida, and the name of the initial registered agent at that address is JANICE K. OTERO.

ARTICLE SEVEN
PRINCIPAL OFFICE/MAILING ADDRESS

The mailing address of the corporation is 207 South 8th Avenue, Wauchula, Florida 33873.

ARTICLE EIGHT
OFFICERS AND DIRECTORS

(A) The initial officers and Board of Directors of the corporation shall consist of one (1) members.

(B) The names and addresses of the first officers and Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
JANICE K. OTERO	207 South 8th Avenue Wauchula, FL 33873	President, Secretary, Treasurer, Director

ARTICLE NINE
INCORPORATORS

The name and address of the initial incorporator is:

NAME

JANICE K. OTERO

ADDRESS

207 South 8th Avenue
Wauchula, FL 33873

ARTICLE TEN
AMENDMENTS

These Articles of Incorporation may be amended as set forth in Chapter 607 Florida Statutes, and any amendments thereto.

IN WITNESS WHEREOF, I have subscribed my name this 21st day of May, 1996.

Janice K. Otero
JANICE K. OTERO, Incorporator

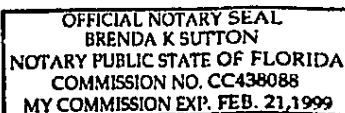
STATE OF FLORIDA:
COUNTY OF HARDEE:

On this 21st day of May, 1996, before me, a notary public, personally appeared JANICE K. OTERO, known to me to be the person whose name is subscribed to the instrument within, and acknowledged that she executed the same for the purposes contained therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

NOTARY PUBLIC:

Brenda K. Sutton



State of Florida at Large
My Commission expires:

ACCEPTANCE OF REGISTERED AGENT

I hereby accept designation as registered agent for HELPING HANDS PRESCHOOL & DAYCARE, INC., and am familiar with and accept the obligations provided for in Chapter 607.0505, Florida Statutes.

Janice K. Otero
JANICE K. OTERO
Registered Agent

FILED
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SECRETARY OF CORPORATIONS
96 MAY 23 PM 3:36