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MUNICIPACIONES NO. 1 07210000032

REFERENCE : 976016 9040A

AUTHORIZATION :

COST LIMIT: \$ 70.00

ORDER DATE: June 4, 1996

ORDER TIME: 4:36 PM

ORDER NO. : 976016

400001852504

CUSTOMER NO:

9040A

CUSTOMER: Peter A. Rose, Esq

ROSE & ROSE

Suite 200

2101 North Andrews Avenue Ft. Lauderdale, FL 33311

DOMESTIC FILING

NAME:

STORY TIME LEARNING CENTER

III, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

_ PLAIN STAMPED COPY

_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

FILED SECRETARY OF STATE PIVER OF CONTRATIONS

ARTICLES OF INCORPORATION

96 JUN -5 PH 9: 39

OF

STORY TIME LEARNING CENTER III, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be:

STORY TIME LEARNING CENTER III, INC.

The address of the principal office of this corporation shall be 7343 Davie Road Extension, Davie, Florida 33024 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having 1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2101 North Andrews Avenue, Suite 200, Fort Lauderdale, Florida 33311 and the name of the initial registered agent of the corporation at that address is Peter A. Rose, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on June 4, 1996.

CORPORATION SERVICE COMPANY

Tts Agent, Gail Shelby

ACG/meb

STOR LARY OF STATE OF CORPORATIONS

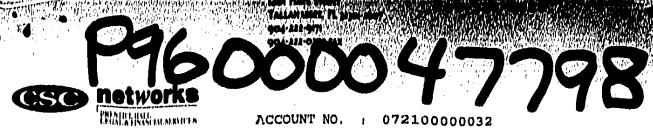
96 JUN-5 PH 3: 38

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

ROSE & ROSE, P.A. 2101 N. ANDREWS AVENUE SUITE 200 FT. LAUDERDALE, FL 33311 (954)561-5000

PETER A. ROSE, ESQ.

DATE



REFERENCE | 976016

9040A

AUTHORIZATION

COST LIMIT

ORDER DATE : June 4, 1996

ORDER TIME: 2:51 PM

ORDER NO. : 976016

900001859089

CUSTOMER NO:

9040A

CUSTOMER: Peter A. Rose, Esq Rose & Rose Suite 200

2101 North Andrews Avenue Ft. Lauderdale, FL 33311

DOMESTIC AMENDMENT FILING

NAME:

STORY TIME LEARNING CENTER III, INC.

XX ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

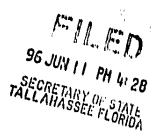
PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

6/12



ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

ARTICLE I of the Articlas of Incorporation of STORY TIME LEARNING CENTER III, INC. shall be amended to read as follows:

ARTICLE 1. NAME

The name of the corporation shall be:

STORY TIME EARLY LEARNING CENTER III, INC.

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the 10th day of June, 1992.

CORPORATION SERVICE COMPANY, Incorporator

its Agent, Gail Shelby