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Requestor's Name

R. J. NEWMAN, CPA
140 W. GARDNER BLVD.
ORLANDO BEACH, FL 32764

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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #)
- 2. _____ (Corporation Name) _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #)
- 4. _____ (Corporation Name) _____ (Document #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILE

- Walk in
- Mail out
- Pick up time _____
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

7/25/96
[Signature]

Examiner's Initials	
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ARTICLES OF INCORPORATION
OF
COUNTRY CHILDCARE, INC.

The undersigned subscriber, being of natural person, competent to contract for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the proposed corporation is
COUNTRY CHILDCARE, INC.

ARTICLE II

The purpose for which this corporation is organized is to engage in any activity or business permitted under the laws of the United States and the State of Florida, including the transaction of any or all lawful business for which corporations may be incorporated.

ARTICLE III

This corporation is to exist perpetually.

ARTICLE IV

The total number of shares of stock which the corporation shall have authority to issue is 1,000 shares of common stock, with a par value of \$1.00 per share.

ARTICLE V

The shareholders of the corporation shall have the preemptive right to acquire unissued or treasury shares of the corporation, or securities of the corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

convertible into or carrying a right to subscribe to or acquire shares of the corporation.

ARTICLE VI

The initial address of the principal office of the proposed corporation in the State of Florida is as follows:
725 Parquo Ave. Ormond Beach, FL. 32174

ARTICLE VII

The name and street address of the initial registered agent of the proposed corporation is as follows:

Cheryl Lynn Laffey
111 Sea Island Cir.
Daytona Beach, FL. 32114

ARTICLE VIII

The initial number of directors of this corporation shall be 2 . The number of directors may be increased or decreased by the bylaws adopted by the shareholders at any time.

ARTICLE IX

The name and address of the member of the first Board of Directors is as follows:

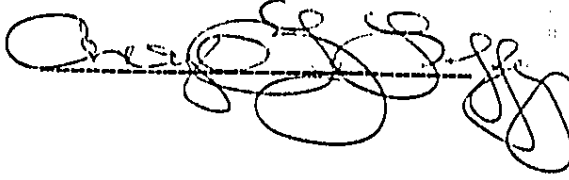
Cheryl Lynn Laffey 111 Sea Island Cir. Daytona Beach, FL. 32114	Rodger Laffey 111 Sea Island Cir. Daytona Beach, FL. 32114
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ARTICLE X

The name and address of the incorporator is as follows:

Cheryl Lynn Laffey
111 Sea Island Cir.
Daytona Beach, FL. 32114

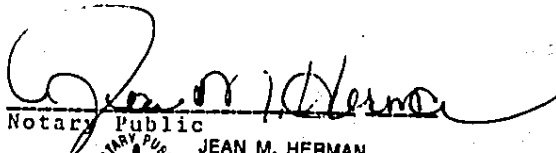
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 26th day of June , 1996.



STATE OF FLORIDA)
) SS
COUNTY OF VOLUSIA)

I HEREBY CERTIFY that on the 26th day of June , 1996, personally appeared before me, the undersigned authority, Cheryl Lynn Laffey , to me well known and known to me to be the person described in and who acknowledged to me that she executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforementioned on the above date.



Notary Public
JEAN M. HERMAN
COMMISSION # CC 286440
EXPIRES MAY 13, 1997
Atlantic Bonding Co., Inc.
800-732-2245

My Commission Expires:
May 13, 1997

CERTIFICATE DESIGNATING PLACE
OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

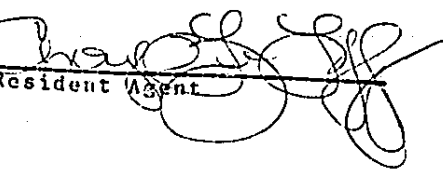
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First that COUNTRY CHILDCARE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Ormond Beach, County of Volusia, State of Florida, has named Cheryl Lynn Laffey, located at 111 Sea Island Cir. Daytona Beach, County of Volusia, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY RESIDENT AGENT)

Having been named to accept service 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.

By:


Resident Agent

FILED
MAY 24
1988
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA