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JEANETTE L. CROLEY
ATTORNEY AND COUNSELOR AT LAW

Post Office Box 320715
Tampa, Florida 33679-2715
Telephone: 813-259-9286

July 31, 1996

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

200001911982
-08/02/96--01078--017
*****70.00 *****70.00

Re: Rhema Day Care, Inc.

Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Incorporation ("Articles"), and the Certificate of Acceptance of Designation - Registered Agent/Registered Office ("Certificate") for the above-referenced matter, to be filed with your office.

Additionally, enclosed is my trust account check, number 1096, in the amount of \$70.00 made payable to your office to cover the fees for filing the Articles and Certificate.

Once the Articles and Certificate have been filed, please return a date-stamped copy to this office in the self-addressed, stamped envelope provided.

If you should have any questions or comments, please call me at the number above.

Very truly yours,

Jeanette L. Croley
Jeanette L. Croley

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 AUG 15 PM 2:43

FILED

WLB
8/15/96

Rmc
8/16/96

Enc. 3

cc: *Mr. Johnson* Lloyd Jr. and Lorraine Johnson
Lloyd Jr. Dorcea Lane



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 5, 1996

JEANETTE L. CROLEY, ESQ.
P O BOX 320715
TAMPA, FL 33679-2715

SUBJECT: RHEMA DAY CARE, INC.
Ref. Number: W96000016261

We have received your document for RHEMA DAY CARE, INC. and your check(s) totalling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 496A00037213

JEANETTE L. CROLEY
ATTORNEY AND COUNSELOR AT LAW

Post Office Box 320715
Tampa, Florida 33679-2715
Telephone: 813-259-9286

August 12, 1996

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

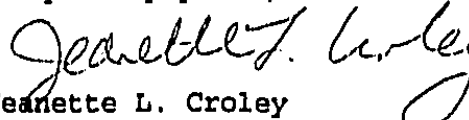
Re: Rhema Day Caro, Inc.

Dear Sir or Madam:

Enclosed are Articles of Incorporation and the Certificate of Designation of Registered Agent for the above, along with a copy and stamped envelope for conforming. Also enclosed is a copy of your office's letter dated August 5, 1996.

The \$70.00 filing fee was paid previously. Please call me with any questions. Thank you for your attention to this matter.

Very truly yours,


Jeanette L. Croley

cc: Michael P. Floyd, Jr.
Lorraine Johnson

**ARTICLES OF INCORPORATION
OF
RHEMA DAY CARE, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, a natural person competent contract, does hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation Rhema Day Care, Inc.

ARTICLE II

Commencement of Corporate Existence

The Corporation's existence shall commence on the date of the filing of these Articles of Incorporation by the Department of the State of Florida.

ARTICLE III

Business and Powers

A. The general nature of the business and other activities to be transacted by this Corporation are to engage in any activity, or business, permitted under the laws of the United States and the State of Florida.

B. The Corporation shall have the power to do everything necessary, proper, advisable, or convenient for the accomplishment of the purposes hereinbefore set forth, and to do all other things incidental thereto or connected therewith, which are not prohibited by statute, or by these Articles of Incorporation.

ARTICLE IV

Authorized Shares

The maximum number of shares of stock authorized to be issued by the Corporation is 500 shares of capital stock, all of which shares shall be common shares of the par value of 10 (ten) cents per share and each of which shall have the same rights and privileges.

ARTICLE V

Transfer of Stock

No stockholder of the Corporation may sell or transfer her or his stock therein without first offering it for purchase to the other stockholder, or stockholders.

ARTICLE VI

Existence

The Corporation shall have perpetual existence unless dissolved according to law.

ARTICLE VII

Initial Registered office and Registered Agent(s) Principal Office

The street address of the initial registered office and principal office of the Corporation is 1010 South 76th Street, Tampa (Palm River), Florida 33619, and the name of the initial registered agent at that address is Micheal P. Floyd, Jr.

ARTICLE VIII

Board of Directors

The names and addresses of the initial directors of the Corporation are:

*Lorraine Johnson
1004 South 70th Street
Tampa (Palm River), Florida 33619*

*Micheal P. Floyd, Jr.
1004 South 70th Street
Tampa (Palm River), Florida 33619*

*Dorcea Lane
1007 Westside Drive
Tampa (Palm River), Florida 33619*

*LeRoy Lane
1007 Westside Drive
Tampa (Palm River), Florida 33619*

ARTICLE IX

Amendments

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of shareholders for their vote. Amendments may be adopted by majority vote of a quorum of shareholders of the Corporation.

ARTICLE X

Incorporator

The name and street address of the Incorporator signing these Articles is below, and she is the Chairperson of the Board of Directors:

*Lorraine Johnson
1004 South 70th Street
Tampa (Palm River), Florida 33619*

*IN WITNESS WHEREOF, I have hereunto set my hand and seal this 9th day
of August, 1996.*

Lorraine Johnson

LORRAINE JOHNSON/INCORPORATOR/CHAIRPERSON
BOARD OF DIRECTORS

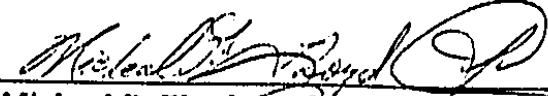
CERTIFICATE DESIGNATING REGISTERED AGENT

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

That RHEMA DAY CARE, INC., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Certificate of Incorporation, at 1010 South 76th Street, Tampa (Palm River), Florida 33619, has named Michael P. Floyd, Jr. as its agent, to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the 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, and the provisions of Florida Statutes Chapter 607.


Michael P. Floyd, Jr., Registered Agent

August 9, 1996

Date

FILED

96 AUG 15 PM 2:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA