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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIA AIRBORNE EXPRESS

Secretary of State
409 E. Gaines Street
Tallahassee, FL 32399

Re: **two janes, Inc.**
Articles of Incorporation

Dear Sir or Madam:

Enclosed for filing please find an original and one copy of the Articles of Incorporation for **two janes, Inc.** as well as my firm's check in the amount of \$122.50 which represents the filing fee.

Please return a certified copy of the Articles of Incorporation to me. I have enclosed a self-addressed stamped envelope for your convenience.

Please contact me should you have any questions.

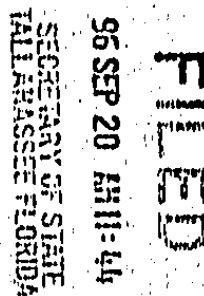
Sincerely yours,


EMERY H. ROSENBLUTH, JR.

EHRjr:chh
Enc.

9/20

ARTICLES OF INCORPORATION
OF
two Janes, Inc.



ARTICLE 1 - NAME

The name of this corporation is two Janes, Inc.

ARTICLE 2 - DURATION

This corporation shall have perpetual existence.

ARTICLE 3 - PURPOSE

This corporation is organized for the following purposes:

1. To engage in every phase and aspect of the operation of a day care facility.
2. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of the corporation enumerated in these Articles of Incorporation or any amendment thereto, and to do any act necessary or incidental to the protection and benefit of the corporation; and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the furtherance of such purposes or objectives of the corporation.
3. To conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended.

ARTICLE 4 - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE 5 - CAPITAL STOCK

A. This corporation is authorized to issue and have outstanding at any one time one thousand (1,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares."

B. Except as otherwise provided by law or in the bylaws of the corporation, the entire voting power for the election of directors shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE 6 - OFFICE AND REGISTERED AGENT

The initial street address of the principal and registered office of this corporation is 181 Wimbledon Circle, Lake Mary, Florida 32746, and the name of the initial registered agent of this corporation at that address is LuJane Ann Curry. The Board of Directors may from time to time move the principal registered office to any other address in Florida and change the corporation's registered agent.

ARTICLE 7 - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one.

ARTICLE 8 - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

LuJane Ann Curry
181 Wimbledon Circle
Lake Mary, Florida 32746

ARTICLE 9 - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors subject to the power of the shareholders to repeal, alter or amend any bylaws adopted by the Board of Directors. The shareholders reserve the power to adopt bylaws and to prescribe in any bylaws that such bylaws shall not be altered, amended, or repealed by the Board of Directors.

ARTICLE 10 - OFFICERS

The bylaws of the corporation shall provide for certain officers and the duties of all officers and prescribe the time and manner of their election.

ARTICLE 11 - MEETINGS

Meetings of shareholders and directors, including the time, place and manner of calling such meetings, shall be fixed by the bylaws of the corporation.

ARTICLE 12 - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the shares of stock entitled to vote thereon, unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE 13 - INDEMNIFICATION

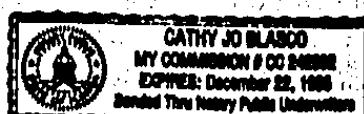
The corporation, subject to the provisions of the bylaws of this corporation, shall have the right to indemnify any officer or director to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17th day of September, 1996

LuJane Ann Curry
LUJANE ANN CURRY, INCORPORATOR

STATE OF FLORIDA
COUNTY OF ORANGE }

September 17th day of
1996 by LUJANE ANN CURRY who is known to me personally;
OR
produced _____ as identification.



Cathy Jo Blasco
Notary Public
Print Name: _____
Commission No. _____
My Commission Expires: _____

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN ARTICLE VIII OF THESE ARTICLES OF INCORPORATION, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

LuJane Ann Curry

**LUJANE ANN CURRY
REGISTERED AGENT**

The name and address of the person signing these articles is:

LuJane Ann Curry
181 Wimbleton Circle
Lake Mary, FL 32746

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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June 24, 1997

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

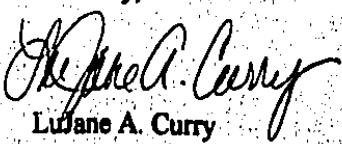
RE: Articles of Dissolution
Two Janes, Inc.

Enclosed please find the completed *Articles of Dissolution* as required to properly dissolve the above mentioned corporation.

If you should have any questions regarding this form, please feel free to contact:

LuJane A. Curry
181 Wimbledon Circle
Lake Mary, FL. 32746
1-407-333-8835

Sincerely,


LuJane A. Curry

97 JUN 30 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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One 1/3 Vol. Diss.

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Two Janes, Inc.

SECOND: The articles of incorporation were filed on: September 20, 1996

THIRD: (CHECK ONE)

None of the corporation's shares have been issued.

The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

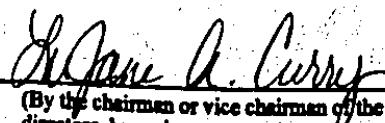
SIXTH: Adoption of Dissolution (CHECK ONE)

A majority of the incorporators authorized the dissolution.

A majority of the directors authorized the dissolution.

Signed this 24th day of June, 19 97.

Signature



(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

(Typed or printed name)

LuJane A. Curry
(Title)

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TENNESSEE, FLORIDA
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