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PRENTICE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 142431 7106972

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 4, 1996

ORDER TIME : 10:06 AM

ORDER NO. : 142431-005

CUSTOMER NO: 7106972

CUSTOMER: Philip E. Perrey, Esq  
HAMRICK PERREY QUINLAN & SMITH

Suite 920  
1401 Manatee Avenue West  
Bradenton, FL 34205

DOMESTIC FILING

NAME: SUNNYSIDE CHILD CARE CENTER,  
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: Cindy Helentjaris

EXAMINER'S INITIALS:

FILED  
96 NOV -4 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECORDED  
96 NOV -4 PM 11:27  
OFFICE OF CORPORATION

11-4.96  
KR

EFFECTIVE DATE  
11-1-96

## **ARTICLES OF INCORPORATION**

96 NOV -4 PM 3:35  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, INGE NEWBERRY and INGRID DABEK, desire to become a body corporate and, as incorporators, do hereby make and file these Articles of incorporation for a proposed corporation pursuant to the laws of Florida, and to that end hereby declare and affirm:

### **ARTICLE I**

The name of this corporation shall be:

**SUNNYSIDE CHILD CARE CENTER, INC.**

### **ARTICLE II**

This corporation shall exist perpetually unless sooner dissolved as authorized by law, and said corporation shall commence its existence on the date of subscription and acknowledgment of these Articles, as hereinafter set forth, if these Articles are filed with the Department of State within five (5) days exclusive of legal holidays, after such date. If these Articles are not so filed, this corporation shall commence existence upon the filing hereof with the Department of State.

### **ARTICLE III**

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### **ARTICLE IV**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock with a par value of \$5.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors. The authorized shares of this corporation shall consist of one class of common stock only.

#### **ARTICLE V**

The holders of the common shares of this corporation shall have pre-emptive rights to purchase any shares of the corporation hereafter issued or sold by the corporation, rateably according to their respective holdings, and such pre-emptive rights shall likewise extend to any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares. Any shares offered to shareholders under their pre-emptive rights, and not purchased, shall again be offered to those shareholders who have exercised their pre-emptive rights, in proportion to their holdings. After one such reoffering, the corporation may sell any shares still unsold in any other manner permitted by these Articles. The price of any such shares or other instruments to which such pre-emptive rights are applicable shall be at the price such shares or other instruments are offered to others, which price may be in excess of par.

#### **ARTICLE VI**

The street address of this corporation's principal office, and the initial registered office of the corporation, is 923 26<sup>th</sup> Street West, Bradenton, Florida. The mailing address of the corporation 923 26<sup>th</sup> Street West, Bradenton, Florida 34205. The name of this corporation's initial registered agent at such address is Ingrid Dabek. The registered office and registered agent may be changed from time-to-time by the Board of Directors as authorized by law.

#### **ARTICLE VII**

The number of Directors constituting the initial Board of Directors shall be two. The Board of Directors shall consist of not less than one nor more than five members, and the number of members of the Board of Directors may be fixed from time-to-time by the By-Laws of the corporation, but until so fixed shall consist of two persons. The names and addresses of the members of the initial Board of Directors are as follows:

Inge Newberry  
923 26<sup>th</sup> Street West  
Bradenton, FL 34205

Ingrid Dabek  
923 26<sup>th</sup> Street West  
Bradenton, FL 34205

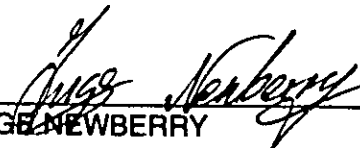
#### **ARTICLE VIII**


The name and address of the incorporators are as follows:

Inge Newberry  
923 26<sup>th</sup> Street West  
Bradenton, FL 34205

Ingrid Dabek  
923 26<sup>th</sup> Street West  
Bradenton, FL 34205

For the purpose of forming the proposed corporation above-named to do business both within and without the State of Florida, and in pursuance of the Florida Business Corporation Act, we do make and file these Articles of Incorporation, hereby declaring and certifying that the matters above stated are true, and accordingly we have hereunto set our hands and seals this 1<sup>st</sup> day of November, 1996.

  
\_\_\_\_\_(SEAL)  
INGE NEWBERRY


  
\_\_\_\_\_(SEAL)  
INGRID DABEK

STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of November, 1996, by INGE NEWBERRY. She

- ☐ is personally known to me; or  
☒ produced a driver's license issued by the Florida Department of Highway Safety and Motor Vehicles as identification; or  
☐ produced the following identification: \_\_\_\_\_

and she did not take an oath.

  
NOTARY PUBLIC  
Print Name: Philip E. Perry  
My Commission Expires: \_\_\_\_\_



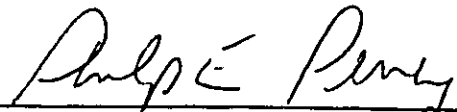
PHILIP E. PERRY  
My Commission 0000010  
Expires Feb. 14, 2000

STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of November, 1996, by INGRID DABEK. She

- ☐ is personally known to me; or  
☒ produced a driver's license issued by the Florida Department of Highway Safety and Motor Vehicles as identification; or  
☐ produced the following identification: \_\_\_\_\_.

and she did not take an oath.

  
\_\_\_\_\_  
NOTARY PUBLIC  
Print Name: Philip E. Perry  
My Commission Expires: \_\_\_\_\_



PHILIP E. PERRY  
My Commission C0000010  
Expires Feb. 14, 2000

**ACCEPTANCE OF REGISTERED AGENT**

I HEREBY CERTIFY that I am familiar with and accept the duties and responsibilities as registered agent for SUNNYSIDE CHILD CARE CENTER, INC., a Florida corporation.

  
\_\_\_\_\_  
INGRID DABEK  
Registered Agent

FILED  
96 NOV -4 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA