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TALLAHASSEE, FL 32301-2607
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PREMISE HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 164039 11064A

AUTHORIZATION : Patricia Pizutto
COST LIMIT : \$ 122.50

ORDER DATE : November 21, 1996

ORDER TIME : 3:25 PM

ORDER NO. : 164039-005

CUSTOMER NO: 11064A

900002012209--0

CUSTOMER: S. Thomas Ullman, Esq
S. THOMAS ULLMAN, ESQ

Suite 306
2069 First Street
Fort Myers, FL 33902

DOMESTIC FILING

NAME: LEARNING TREASURERS, INC.

EFFECTIVE DATE:

- 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: Susana Romagosa

EXAMINER'S INITIALS:

KR
11-22-96

FILED
95 NOV 22 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FL 32302

RECEIVED
95 NOV 22 AM 9:53
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
LEARNING TREASURES, INC.

FILED
96 NOV 22 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

LEARNING TREASURES, INC.

The address of the principal office of this corporation shall be, 854 S.W. 17th Street, Cape Coral, Florida 33991, 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 1,000 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,

854 S.W. 17th Street, Cape Coral, Florida, 33991, and the name of the Initial Registered Agent of the corporation at that address is, Sheryl D. Ban

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his/her Successor is elected or appointed is:

Sheryl D. Ban
Pres./Sec./Treas./Dir

854 S.W. 17th Street

Cape Coral, FL 33991

ARTICLE VII. INCORPORATOR

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

Sheryl D. Ban
854 S.W. 17th Street
Cape Coral, FL 33991

IN WITNESS WHEREOF, the undersigned incorporator of LEARNING TREASURES, INC. has hereunto signed these Articles on this 7th day of November, 1996.

Sheryl D. Ban
Sheryl D. Ban

Steph Th Ullm

Witness

Stephen Thomas Ullman

Printed Name of Witness

Keth R. Redding

Witness

KETH R. REDDING

Printed Name of Witness

STATE OF FLORIDA)

COUNTY OF LEE)

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, SHERYL D. BAN, to me well known to be the person described in and who executed the foregoing instrument as Registered Agent, and acknowledged before me that the same was executed freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Fort Myers, Lee County, Florida, this 7th day of November, 1996.

Steph Th Ullm

Signature of Notary Public - State of Florida

STEPHEN THOMAS ULLMAN

Printed Name of Notary

Personally Known or Produced Identification

Type of Identification Produced: _____



"OFFICIAL SEAL"
Stephen Thomas Ullman
My Commission Expires 1/1/97
Commission #CC 249224

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION**

SHERYL D. BAN, a resident of the State of Florida, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Sheryl D. Ban
Sheryl D. Ban

Stephen Thomas Ullman
Witness

Stephen Thomas Ullman
Printed Name of Witness

Butch R. Redding
Witness

BUTCH R. REDDING
Printed Name of Witness

STATE OF FLORIDA)
COUNTY OF LEE)

FILED
96 NOV 22 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, SHERYL D. BAN, to me well known to be the person described in and who executed the foregoing instrument as Registered Agent, and acknowledged before me that the same was executed freely and voluntarily for the purposes therein expressed.

7th WITNESS my hand and official seal at Fort Myers, Lee County, Florida, this day of Nov, 1996.

Stephen Thomas Ullman
Signature of Notary Public - State of Florida
STEPHEN THOMAS ULLMAN
Printed Name of Notary
Personally Known or Produce Identification _____
Type of Identification Produced: _____



"OFFICIAL SEAL"
Stephen Thomas Ullman
My Commission Expires 1/1/97
Commission #CC 249224