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/ CESAR KUDJA
CERTIFIED PUBLIC ACCOUNTANT

8253 West 14th Court Hialeah, Florida 33014
(305) 823-8570

February 27, 1997

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-03/04/97--01004--006
****122.50 ****122.50

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

Re: New Filing
Florida Corporation

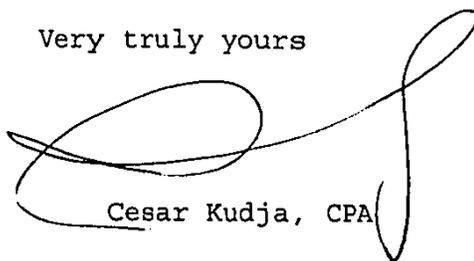
Gentlemen:

Enclosed please find the "The Articles Of Incorporation" of Bugs Bunny and Friends Child Care Center, Inc., together with our Ck No. 857 in the amount of \$122.50; to cover the filing fees of this new corporation

Would you please mail the Articles certified copy to the above address.

Thank you for your considerate attention.

Very truly yours



Cesar Kudja, CPA

Encls.
CK;cm

Dmc
3/10/97

FILED
97 MAR -4 PM 12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

97 MAR -4 PH12:02

SEC. STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BUGS BUNNY AND FRIENDS CHILD CARE CENTER, INC.

THE UNDERSIGNED has executed the following document for the purpose of forming the above named Corporation under the Florida Business Corporation Act, and as incorporator, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the Corporation shall be:
Bugs Bunny And Friends Child Care Center, Inc.

ARTICLE II
DURATION

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE III
CORPORATE PURPOSE

The corporation is being organized for the transaction of any and all lawfull busines permitted under the laws of the UNITED STATES OF AMERICA and the STATE OF FLORIDA.

ARTICLE IV
CAPITAL STRUCTURE

The aggregate number of shares which the corporation shall have the authority to issue is the total sum of ONE THOUSAND SHARES (1000 Shares) of ONE DOLLAR (\$1.00) par value each which shall be designated as "Common Shares."

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial Registered Agent of this corporation shall be:

Esther Socarras
1615 W. 80 St.
Hialeah, FL 33014

ARTICLE VI
CORPORATION PLACE OF BUSINESS

The principal place of business for the corporation shall be:
1265 W. 66 Street
Hialeah, FL 33012

ARTICLE VII
INITIAL BOARD OF DIRECTORS AND OFFICERS

The initial Board of Directors shall consist of a total of one person, who need not be resident of the State of Florida or shareholder of the corporation. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one.

The name(s) and address of these persons who are to serve as initial directors are:

Esther Socarras
1615 W. 80 Street.
Hialeah, FL 33014

The names of the first officers of the corporation, to hold office until their successors are elected are:

Esther Socarras : President and Secretary
Oscar Socarras : Treasurer

ARTICLE VIII
RESTRICTION ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

<u>NAME</u>	<u>No. of Shares</u>	<u>Consideration</u>
Esther Socarras	1000 Shares	\$ 1000.00

ARTICLE IX
BY-LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and Shareholders.

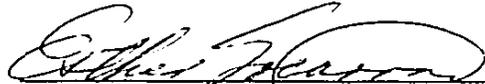
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

FILED
MAR - 4 PM 2:02
TALLAHASSEE FLORIDA

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

First: That Bugs Bunny And Friends Child Care Services, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business, as indicated in the Articles of Incorporation, at the City of Hialeah, County of Dade, State of Florida, has named its agent to accept service of process within the State the following individual:

Esther Socarras
1615 W. 80 Street.
Hialeah, FL 33014

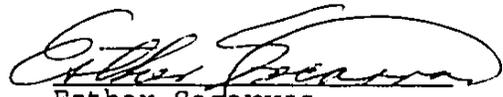


Esther Socarras, President

ACKNOWLEDGEMENT:

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.

Signed this 27th. day of February, 1997



Esther Socarras