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THE LAW OFFICE OF
Onofre "OC" Cintron

305 N. Parsons Avenue
Brandon, Florida 33510

Telephone (813) 661 - 9609


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

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-03/06/97--01069--005
***122.50 ***122.50

Re: A Kids Place in Seffner, Inc.

Enclosed are the original and one copy of the articles of incorporation, and Designation and acceptance of Registered Agent for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50., representing the fees for filing and a certified copy of the Articles of Incorporation.

Thank you for your assistance in this matter.

Sincerely,

Onofre "OC" Cintron, Esq.

3/3/97

3/10/97
JB

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97 MAR -5 PM 12:40
STATE
FLORIDA

ARTICLES OF INCORPORATION
OF
A Kids Place in Seffner, Inc.

The undersigned, acting as incorporator, hereby adopts these Articles of Incorporation and forms a for profit corporation under the Laws of the State of Florida.

ARTICLE I. CORPORATE NAME.

The name of this corporation is A Kids Place in Seffner, Inc.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are 1501 Crest Court, Valrico, Florida 33594.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is the Law Office of Onofre "OC" Cintron, 305 N. Parsons Ave., Brandon, Florida 33510.

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator to these articles of is:

Chris M. Mira, 1501 Crest Court, Valrico, Florida 33594.

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TALLAHASSEE
FLORIDA

ARTICLE X. PURPOSE.

The purpose of this corporation shall be to transact any and all lawful business in the operation of a day care business including the ownership of real property.

ARTICLE XI. BOARD OF DIRECTORS.

The initial Board of Directors shall be composed of two members whose names and addresses are as follows:

Chris M. Mira of 1501 Crest Court, Valrico, Florida 33594

Patricia L. Mira of 1501 Crest Court, Valrico, Florida 33594.

The number of directors may raised or lowered by amendment of the bylaws of the corporation.

The undersigned incorporator has executed these articles of incorporation on this 3 day of March, 1997.



Signature of Chris M. Mira

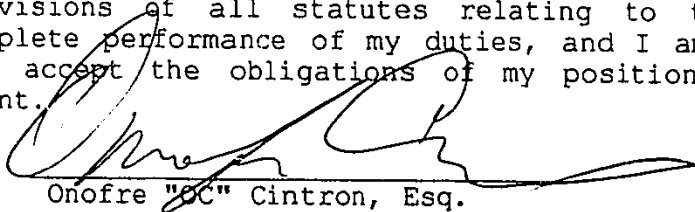
Designation and Acceptance of Registered Agent

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is A Kids Place in Seffner.
2. The name of the registered agent is Onofre "O.C" Cintron, Attorney-at-Law.
3. The address of the registered agent/registered office is Law Office of "OC" Cintron, 305 N. Parsons Ave., Brandon, Florida 33510.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


By: Onofre "OC" Cintron, Esq.

Date: 3/3/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA