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JOHN MINOT
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FILED
97 JUN 12 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 9, 1997

Secretary of State
The Capitol
Tallahassee, FL 32302

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***122.50 ***122.50

ATT: Corporation Division

Gentlemen:

Enclosed is original and copy of Articles of Incorporation of Guardian Angel Nursery and Preschool, Inc., together with my check for \$122.50 to cover the filing fee, charter tax, certified copy of Articles, and resident agent fee.

After the Charter has been filed, please furnish me a certified copy of said Articles.

Sincerely,

Karen Reeves for

JOHN MINOT

JM/kr
Encls.

F. 01170300

JUN 13 1997

ARTICLES OF INCORPORATION
OF
GUARDIAN ANGEL NURSERY AND PRESCHOOL, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Guardian Angel Nursery and Preschool, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of daycare center and preschool and for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 117 Barlow Avenue, Cocoa Beach, FL 32931, Brevard County, and the name of the initial registered agent of this corporation is ROBERT DEAN WEINBERG.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased at any time by the Bylaws. The names and addresses of the initial directors of this corporation are Robert Dean Weinberg and Dorothy Anita Corcoran, at 1840 Orris Avenue, Merritt Island, FL 32952.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is ROBERT DEAN WEINBERG and DOROTHY ANITA CORCORAN, 1840 Orris Avenue, Merritt Island, FL 32952.

ARTICLE VIII - BYLAWS

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6th day of June, 1997.

Robert D. Weinberg
Robert Dean Weinberg

Dorothy A. Corcoran
Dorothy Anita Corcoran

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 6th day of June, 1997, by ROBERT DEAN WEINBERG, who has produced a Florida Drivers License as identification.



KAREN REEVES
MY COMMISSION # CC287181 EXPIRES
June 26, 1997
BONDED THRU TROY FAIN INSURANCE, INC.

Karen Reeves
Notary Public,

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 6th day of June, 1997, by DOROTHY ANITA CORCORAN, who has produced a Florida Drivers License as identification.



KAREN REEVES
MY COMMISSION # CC287181 EXPIRES
June 26, 1997
BONDED THRU TROY FAIN INSURANCE, INC.

Karen Reeves
Notary Public,

DEPARTMENT OF STATE

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

Guardian Angel Nursery and Preschool, Inc.

OFFICERS:

DIRECTORS :

BY: Robert D. Wemy
(corporate officer)

I agree as Resident Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some