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GRANVEL S. KIRKLAND

ATTORNEY AT LAW

ONE MACCLENNY AVENUE

MACCLENNY, FLORIDA 32063

TELEPHONE (904) 259-3161

FACSIMILE (904) 259-5167

July 21, 1997

Director David E. Mann  
DIVISION OF CORPORATIONS  
409 E. Gaines Street  
Tallahassee, Florida 32399

Dear Director Mann:

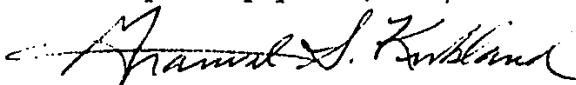
Enclosed herein are the original and two copies of the Articles of Incorporation of PLAY CORNER DAY CARE, INC. I would appreciate your filing the same in accordance with the law. Please endorse on one copy the evidence of filing and return the same to me. The other copy is for the designation of resident agent and place of service of process.

Also enclosed is my check made payable to the Department in the amount of \$122.50 for the following:

Filing fee-----\$35.00  
Certified copy----- 52.50  
Registered Agent Designation-- 35.00

I would appreciate your returning to me as soon as possible notice that the corporation has been filed.

Very truly yours,



Granvel S. Kirkland

GSK/mak

Enclosures (4)

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-07/29/97--01094--008  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

BC 7/25

97 JUL 25 PM 3:00  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
PLAY CORNER DAY CARE, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is PLAY CORNER DAY CARE, INC.

ARTICLE TWO

PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 627 South Fifth Street, Macclenny, Florida 32063.

ARTICLE THREE

CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR  
PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of conducting a child care center for the care of young children.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE  
CAPITALIZATION

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock will be issued and transferred only to (1) natural persons, (2) estates, or (3) a trust as described in Title 26 United States Code Section 1371 defining a qualified "small business corporation". In addition, no stock shall be issued or transferred to a nonresident alien.

The aggregate number of shares which the corporation is authorized to issue is ONE HUNDRED (100) SHARES. Such shares shall be of a single class, and shall have a par value of ONE DOLLAR (\$1.00) per share.

#### ARTICLE SIX

##### REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 627 South Fifth Street, Macclenny, Florida 32063, and the name of its initial registered agent at such office is TERRY W. DUGGER.

#### ARTICLE SEVEN

##### DIRECTORS

The number of directors constituting the corporation's initial board of directors is two (2). The name and address of each person who is to serve as a member of the initial board of directors is:

Name	Address
TERRY W. DUGGER	Route 1, Box 596 Macclenny, Florida 32063
SHIRLEY A. DUGGER	Route 1, Box 596 Macclenny, Florida 32063

ARTICLE EIGHT

INCORPORATORS

The name and address of each incorporator is:

Name	Address
TERRY W. DUGGER	Route 1, Box 596 Macclenny, Florida 32063
SHIRLEY A. DUGGER	Route 1, Box 596 Macclenny, Florida 32063

EXECUTED by the undersigned at Macclenny, Baker  
County, Florida, on July 21, 1997.

Terry W. Dugger  
TERRY W. DUGGER

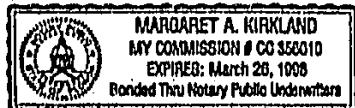
Shirley A. Dugger  
SHIRLEY A. DUGGER

STATE OF FLORIDA  
COUNTY OF BAKER

BEFORE ME, a notary public, duly authorized in the State and County named above to take acknowledgments, personally appeared TERRY W. DUGGER and SHIRLEY A. DUGGER, his wife, to me personally known, and to me known to be the persons described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed said Articles of Incorporation.

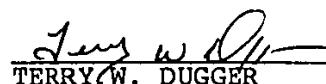
WITNESS my hand and official seal in the County and State named above this 21<sup>st</sup> day of July, 1997.

Margaret A. Kirkland  
MARGARET A. KIRKLAND  
Notary Public, State of Florida



ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

I certify that I am a permanent resident of Baker County, Florida, whose place of residence and post office address are as set forth in the foregoing Articles of Incorporation. I hereby accept the designation as Resident Agent for PLAY CORNER DAY CARE, INC.

  
TERRY W. DUGGER

97 JUL 25 PM 3:00  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA