

8/18/97

P97000071509

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

3:30 PM

((H97000013600 6))

TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: GRADUATED PRESCHOOL ACADEMY AND DAY CARE FAC

AUDIT NUMBER.....H97000013600

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 7

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

8/18/97 N AND <CR>: m

Help F1 Option Menu F2

NUM

Connect: 00:12:07

FILED
97 AUG 19 AM 8:20
TALLAHASSEE, FLORIDA
SECOND JUDICIAL CIRCUIT

B. REGISTER AUG 19 1997

4497000013600

**ARTICLE OF INCORPORATION OF
GRADUATED PRESCHOOL ACADEMY AND DAY CARE FACILITY, CORP.**

ARTICLE I NAME

The name of this corporation is GRADUATED PRESCHOOL ACADEMY AND DAY CARE FACILITY, CORP.

ARTICLE II DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$ 1.00 per value common stock which shall be designated "Common Shares".

ARTICLE V PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

PREPARED BY:
ERNESTO HUERTAS, ACCOUNTANT
E & V GREAT PROFESSIONAL, INC
8001 N.W. 7 ST # 8
MIAMI, FL 33126
TEL: (305) 263-1566

4497000013600

FILED
97 AUG 19 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4497000013600

ARTICLE VI LOCATION

The Street, Address, City, County and State in which the principal offices of the corporation are to be located are 3965 N. Federal Highway, Pompano Beach, FL 33064. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) Director initially. The number of Directors may be increased or diminished from time to time in accordance with By-Laws adopted by the stockholders. The names and addresses of the initial Board of Directors of this corporation are:

NAME	ADDRESS
Claudia V. Goncalves	3965 N. Federal Highway
President-Vice President	Pompano Beach, FL 33064
Secretary	

ARTICLE VIII REGISTERED AGENT

The Street address of the initial registered office of the corporation shall be 8001 N.W. 7 ST #8, Miami, Florida 33126, and the name of the initial registered agent of the corporation at that address is E & V Great Professional Inc.

4497000013600

497000013600

ARTICLE IX AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, Proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Corporation be made.

ARTICLE X LIMITATIONS ON CORPORATE STOCK

1. No shareholder can enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.
2. If any officer, shareholder, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the State of Florida, or is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall sever all employment with, and financial interest in the corporation.
3. No shareholder of the Corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of the corporation.

ARTICLE XI INDEMNIFICATION

The corporation shall indemnify any office or director, to the full extent permitted by law.

497000013600

447000013600

ARTICLE XII DISSOLUTION

The corporation may be dissolved at any time on the affirmative vote of the holders of at least two thirds (2/3) of the outstanding shares of the corporation entitled to vote thereon. On dissolution the corporate property and assets shall, after payment of all debts of all debts of the corporation, be distributed to the shareholders pro-rata, each shareholder to participate in direct proportion to the number of shares held by him.

ARTICLE XIII INCORPORATOR

The name and street address of incorporator to these Articles of Incorporation: E & V Great Professional Inc, 8001 N.W. 7 ST # 8, Miami, FL 33126.

IN WITNESS WHEREOF, the undersigned agent of E & V Great Professional Inc, has hereunto set their hand and seal of E & V Great Professional Inc, on August 18, 1997.

E & V Great Professional Inc.

By 
Its Agent, Ernesto Huertas

447000013600

4470000 13600

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION.

Graduated Preschool Academy and Day Care Facility, Corp. , a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, 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. I hereby am familiar with and accept the due duties and responsibilities as Registered Agent.

E & V Great Professional Inc.

By:


Its Agent, Ernesto Huertas

4470000 13600

497000013600

**ASSIGNMENT BY THE SOLE INCORPORATOR OF THE ARTICLES OF
INCORPORATION OF GRADUATED FRESCHOOL ACADEMY AND DAY
CARE FACILITY, CORP.**

E & V Great Professional Inc. as sole incorporator, for value received hereby assigns any
and all rights it may have as such incorporator to the following:

Cladia V. Goncalves

Dated: August 18, 1997.

E & V Great Professional Inc.

By: 
Its Agent, Ernesto Huertas

FILED
97 AUG 19 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

497000013600