

P97000074605

AUGUST 6, 1997

SECRETARY OF STATE  
DIVISION OF INCORPORATION  
P.O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

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-08/15/97--01038--001  
\*\*\*\*122.50 \*\*\*\*122.50

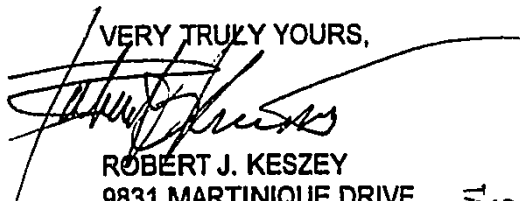
ANIMAL CROSSING  
EDUCATIONAL CENTER  
9831 MARTINIQUE DRIVE  
MIAMI, FLORIDA 33189

DEAR GENTLEMEN:

ENCLOSED PLEASE FIND THE ORIGINAL AND ONE COPY OF ARTICLES OF  
INCORPORATION TOGETHER WITH MY CHECK IN THE AMOUNT OF \$122.50.

THIS REPRESENTS THE COST OF THE FILING FEES, CERTIFIED COPY OF ARTICLES OF  
INCORPORATION AND FEE FOR REGISTERED AGENT DESIGNATION FOR THE ABOVE  
NAMED CORPORATION.

VERY TRULY YOURS,



ROBERT J. KESZEY  
9831 MARTINIQUE DRIVE  
MIAMI, FLORIDA 33189

97 AUG 27 AM 9:36  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W97-18877

AL AUG 27 1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

August 15, 1997

ROBERT J. KESZEY  
9831 MARTINIQUE DRIVE  
MIAMI, FL 33189

SUBJECT: ANIMAL CROSSING EDUCATIONAL CENTER  
Ref. Number: W97000018899

We have received your document for ANIMAL CROSSING EDUCATIONAL CENTER and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Revised  
Thank you

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Agnes Lunt  
Corporate Specialist

Letter Number: 997A00041463

ANIMAL CROSSING  
EDUCATIONAL CENTER INC.  
9831 MARTINIQUE DRIVE  
MIAMI, FLORIDA 33189  
PHONE (305) 233-3396  
FAX (305) 232-6509

ROBERT J. KESZEY  
9831 MARTINIQUE DRIVE  
MIAMI, FLORIDA 33189  
(305) 233-3396

ARTICLES OF INCORPORATION

OF

ANIMAL CROSSING  
EDUCATIONAL CENTER INC.  
9831 MARTINIQUE DRIVE  
MIAMI, FLORIDA 33189

**FILED**

97 AUG 27 AM 9:36

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

THE NAME OF THIS CORPORATION IS AS ABOVE AND THE PRINCIPAL OFFICE AND MAILING ADDRESS IS; 9831 MARTINIQUE DRIVE, MIAMI, FLORIDA 33189.

ARTICLE II

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE UNLESS SOONER DISSOLVED BY LAW.

ARTICLE III

THIS CORPORATION IS ORGANIZED FOR THE TRANSACTION OF ANY AND ALL LAWFUL BUSINESS AS MAY BE PERMITTED BY LAW.

ARTICLE IV

THIS CORPORATION IS AUTHORIZED TO ISSUE 500 SHARED OF NO PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED AS COMMON SHARES.

ARTICLE V

EVERY SHAREHOLDER, UPON THE SALE FRO CASH OF ANY NEW STOCK OF THE CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRORATA SHARE (S) THEREOF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IS OFFERED TO OTHERS.

ARTICLE VI

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS, 9831 MARTINIQUE DR. MIAMI, FLORIDA 33189 AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THE ADDRESS IS; MICHELLE KESZEY

ARTICLE VII

THIS CORPORATION SHALL HAVE ONE (1) DIRECTOR INITIALLY, THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BYLAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE NAME AND ADDRESS OF THE INITIAL BOARD OF DIRECTOR AND OFFICER OF THIS CORPORATION IS;

ROBERT J. KESZEY  
9831 MARTINIQUE DRIVE  
MIAMI, FLORIDA 33189

PRESIDENT

JEREMY BUTLER  
9831 MARTINIQUE DRIVE  
MIAMI, FLORIDA 33189

VICE-PRESIDENT

KRISTIE J. BELANGER  
9831 MARTINIQUE DRIVE  
MIAMI, FLORIDA 33189

SECRETARY/TREASURER

ARTICLE VIII

THE NAME AND ADDRESS OF THE INCORPORATOR SIGNING THESE ARTICLES OF INCORPORATION IS;

ROBERT J. KESZEY  
9831 MARTINIQUE DRIVE  
MIAMI, FLORIDA 33189

JEREMY BUTLER  
9831 MARTINIQUE DRIVE  
MIAMI, FLORIDA 33189

KRISTIE J. BELANGER  
9831 MARTINIQUE DRIVE  
MIAMI, FLORIDA 33189

#### ARTICLE IX

THE POWER TO ADOPT, OR REPEAL BY LAWS SHALL BE VESTED IN THE POWER OF THE BOARD OF DIRECTORS AND THE SHAREHOLDERS

#### ARTICLE X

THE APPROVAL OF THE SHAREHOLDERS OF THIS CORPORATION TO ANY PLAN OF MERGER SHALL BE REQUIRED IN EVERY CASE, WHETHER SUCH APPROVAL OF REQUIRED BY LAW.

#### ARTICLE XI

THIS CORPORATION SHALL HAVE ALL OF THE CORPORATE POWERS ENUMERATED IN THE FLORIDA GENERAL CORPORATION ACT.

#### ARTICLE XII

MEMBERS OF THE BOARD OF DIRECTORS MAY PARTICIPATE IN SPECIAL MEETINGS OF THE BOARD OF DIRECTORS BY MEANS OF CONFERENCE TELEPHONE AS PROVIDED BY LAW, BUT REGULAR MEETINGS OF THE BOARD OF DIRECTORS MUST BY ATTENDED IN FACT BY EACH DIRECTOR IN PERSON.

#### ARTICLE XIII

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTORS OR ANY FORMER OFFICERS OR DIRECTORS, TO THE FULLEST EXTENT PERMITTED BY LAW.

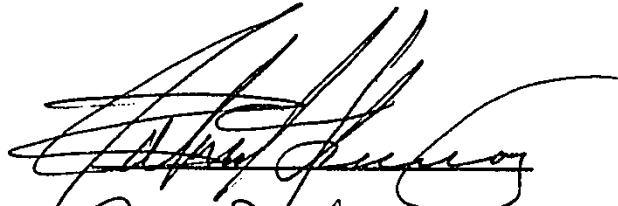
#### ARTICLE XIV

THE SHAREHOLDERS OF THIS CORPORATION SHALL HAVE THE EXCLUSIVE AUTHORITY TO FIX THE COMPENSATION OF DIRECTORS OF THIS CORPORATION.

#### ARTICLE XV

THIS CORPORATION HOLDS THE RIGHT TO AMEND OR APPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDED HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBERS HAVE  
EXECUTED THESE ARTICLES OF INCORPORATION, THIS 6 DAY OF AUGUST, 1997  
AT MIAMI, COUNTY OF DADE, STATE OF FLORIDA

  
\_\_\_\_\_  
Jeffrey H. [unclear]  
\_\_\_\_\_  
Jimmy Butler  
\_\_\_\_\_  
Kristin Belanger

  
\_\_\_\_\_  
NOTARY PUBLIC STATE OF FLORIDA



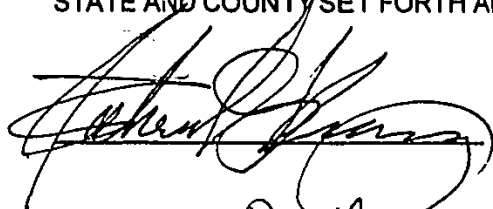
WARREN HART  
My Commission CC421748  
Expires Nov. 20, 1998  
Bonded by NFNU  
800-224-6366

STATE OF FLORIDA )

SS

COUNTY OF DADE )

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENT IN THE  
STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED,

  
\_\_\_\_\_  
Jeremy Butler

  
\_\_\_\_\_  
Kristie Behnager

KNOWN TO ME AND KNOWN TO BE THE PERSON (S) WHO EXECUTED THE  
FOREGOING ARTICLES OF INCORPORATION, AND WHO ACKNOWLEDGE BEFORE ME  
THAT THEY EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND SEAL, IN THE  
STATE AND COUNTY AFORESAID, THIS 6 OF AUGUST, 1997.



NOTARY PUBLIC, STATE OF FLORIDA



WARREN HART  
My Commission CC431748  
Expires Nov. 20, 1998  
Bonded by NFNU  
800-224-6363



FILED

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT 97 AUG 27 AM 9:36

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE  
FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE  
AFOREMENTIONED ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE  
APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THE CAPACITY. I  
FURTHER AGREE TO COMPLY WITH THE PERFORMANCE OF MY DUTIES AND I AM  
FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED  
AGENT.



MICHELLE KESZEY  
9831 MARTINIQUE DRIVE  
MIAMI, FLORIDA 33189



WARREN HART  
My Commission CC421743  
Expires Nov. 20, 1998  
Bonded by NFNU  
800-224-6363