

P97000075222

Requestor's Name

STEARNS WEAVER MILLER WEISSLER
ALHADEFF & SITTERSON, P.A.
MUSEUM TOWER • 150 WEST FLAGLER STREET
MIAMI, FLORIDA 33130

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 AUG 28 AM 11:07

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

500002280155- -4

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1. _____
(Corporation Name) (Document #)
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NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

**ARTICLES OF INCORPORATION
OF
COSTA DAY CARE CENTER, INC.**

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ARTICLE I - NAME AND ADDRESS

The name of this corporation is **COSTA DAY CARE CENTER, INC.** The address of the initial principal office and the mailing address of this corporation is 9400 S. W. 96th Street, Miami, FL 33176.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of operating a children's day care center and further to engage in, conduct and transact any and all lawful business.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Hundred Thousand (100,000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00), currency of the United States of America, per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration may consist of cash or any tangible or intangible property or benefit to this corporation, which shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any unissued or treasury shares of this corporation of the same kind, class or series as that which he already holds, 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.

ARTICLE V - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such office is:

Name

Address

Owen S. Freed

Suite 2200, 150 West Flagler St.
Miami, Florida, 33130

ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VII - INITIAL

BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one person. The number of directors may be either increased or decreased from time to time as provided for in the Bylaws of this corporation, but shall never be less than one.

The name and address of the member of the initial Board of Directors of this corporation are:

Name

Address

Marilyn Costa

9400 S. W. 96th Street
Miami, FL. 33176

VIII ARTICLE - OFFICERS

This corporation shall initially have a President and a Secretary. It shall have such other officers as the Board of Directors may further designate. The initial officers of the corporation to serve until their successors have been duly elected and qualified are:

President:

Marilyn Costa

Secretary:

Owen S. Freed

IX ARTICLE - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is:

Name

Address

Marilyn Costa

9400 S. W. 96th Street
Miami, FL. 33176

ARTICLE X - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of this corporation.

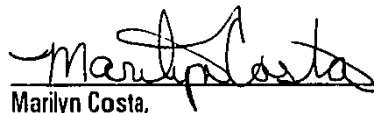
ARTICLE XI - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest extent permitted by law.

ARTICLE XII - AMENDMENT

This corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon this corporation may be modified or cancelled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 26 day of August, 1997.


Marilyn Costa,
Incorporator

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ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation of COSTA DAY CARE CENTER, INC., and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.



Owen S. Freed,
Registered Agent