

FREELANCE PARA-LEGAL SERVICES

639 E. Pennsylvania Ave. ■ DeLand, Florida 32724 ■ 904-822-9027

P97000082174

September 8, 1997

State of Florida
Department of State-Corporations Division
New Filings Section
P.O. Box 6327
Tallahassee, Florida 32314

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-09/22/97--01149--012
****122.50 ****122.50

RE: ARTICLES OF INCORPORATION-TENDER TEDDY, INC.

Dear Sir/Madam:

Please find enclosed the following documents which I respectfully request to be filed:

1. Articles of Incorporation.
2. Statutory notice of resident agent.

Further, please find enclosed a check in the amount of \$122.50 which includes the \$70.00 filing fee and the \$52.50 fee for certification.

Upon filing, please forward a true copy of the Articles of Incorporation and Certification to:

Ms. Elizabeth A. Axton, Resident Agent
Tender Teddy, Inc.
500 S. Dexter Ave.
DeLand, Florida 32720

Should you have any questions concerning this matter, please let me know.

Very truly yours,


John C. Eidt, President

DMC
9/23/97

FILED
97 SEP 22 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TENDER TEDDY, INC.

FILED
97 SEP 22 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a corporation under the Florida general Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation is TENDER TEDDY, INC.

ARTICLE TWO
DURATION

The term of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The purpose for which this corporation is organized is to provide pre-school day care services, educational programs, maintenance services, property management services, administrative support services and other services for profit.

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1,000), all of which shall be common shares with no par value.

ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued stock or treasury shares of the corporation and any securities of the corporation convertible into or carrying the right to subscribe to or acquire shares of any such unissued stock or treasury shares.

ARTICLE SIX
PRINCIPAL OFFICE

The street address of the registered office of the corporation is: 500 South Dexter Ave., DeLand, Florida 32720. This is also the mailing address of the corporation.

ARTICLE SEVEN
REGISTERED OFFICE

The street address for the registered office of the corporation is 500 South Dexter Ave., DeLand, Florida 32720, and the name of the initial registered agent is Elizabeth A. Axton

ARTICLE EIGHT
DIRECTORS

The board of directors shall consist of the following members:

Elizabeth A. Axton	210 S. Ridgewood Ave. DeLand, Florida 32720
Mary Ann Eidt	639 E. Pennsylvania Ave. DeLand, Florida 32724
Zuly Reyes	500 South Dexter Ave. DeLand, Florida 32720

ARTICLE NINE
INCORPORATORS

The name and address of the sole incorporator is: Elizabeth A. Axton, 201 S. Ridgewood Ave., DeLand, Florida 32720.

ARTICLE TEN
OFFICERS

The officers of the corporation shall be:

Elizabeth A. Axton
President/Treasurer/Secretary

201 S. Ridgewood Ave.
DeLand, Florida 32720

Mary Ann Eidt
Vice President

639 E. Pennsylvania Ave.
DeLand, Florida 32724

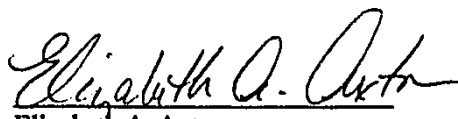
ARTICLE ELEVEN
COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence immediately.

ARTICLE TWELVE
RIGHT TO AMEND ARTICLES OF INCORPORATION

The board of directors reserves the right to amend these Articles of Incorporation from time to time and in any respect as may be desired.

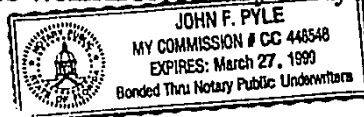
IN WITNESS WHEREOF, I have signed my name this 15 day of ^{SEPT}~~August~~, 1997.

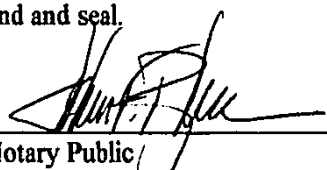

Elizabeth A. Axton

STATE OF FLORIDA)
) SS
COUNTY OF VOLUSIA)

On this 15 day of September, 1997, before me, a Notary Public, appeared
ELIZABETH A. AXTON, who is personally known to me or has produced a Florida driver's
license as identification, and whose name is subscribed to the within instrument and having been
duly sworn she acknowledged that she executed the same for the purpose contained.

IN WITNESS WHEREOF, I hereby ~~set my~~ hand and seal.





Notary Public
Volusia County, Florida
My commission expires 3/27/99

NOTICE OF REGISTERED AGENT

FILED

TO: STATE OF FLORIDA
DEPARTMENT OF STATE

97 SEP 22 AM 9:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following is submitted in compliance with chapter 48.091, Florida statutes.

TENDER TEDDY, INC., a corporation organizing under the laws of the State of Florida, with its principal offices at 500 S. Dexter Ave., in the City of DeLand, County of Volusia, in the State of Florida, has named **ELIZABETH A. AXTON**, whose business address is 500 S. Dexter Ave., DeLand, Florida 32720, as its resident agent to accept service of process within the state.

DIRECTOR:

ADDRESS:

Elizabeth A. Axton

201 S. Ridgewood Ave.
DeLand, Florida 32720

Mary Ann Eidt


639 E. Pennsylvania Ave.
DeLand, Florida 32724

Zuly Reyes

500 S. Dexter Ave.
DeLand, Florida 32720

ACCEPTANCE

I agree as resident agent to accept service of process; to keep office during prescribed hours; to post my name (and the names of any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place as required by law.


Elizabeth A. Axton