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NEW FILINGS	AMENDMENTS				
Profit	Amendment			Ä.	97
NonProfit	Resignation of R.A., Officer/D	rector		A	97 NOV 17
Limited Liability	Change of Registered Agent				
Domestication	Dissolution/Withdrawal				
Other	Merger			ASSEE, FLORIDA	
OTHER FILINGS	REGISTRATION/SQUALIFICATION	Pol	3,97	DA OA	
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Fictitious Name	Limited Partnership	-	-		-
Name Reservation	Reinstatement				
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ARTICLES OF INCORPORATION

OF

CHILDREN'S ACADEMIC RESOURCE ENTERPRISES, INC

97 MOV 17 AM 8:01 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 CHILDREN'S ACADEMIC RESOURCE ENTERPRISES, INC., and the principal office is located at 155 N.W. 4th Street, Homestead, Florida 33030 or such other address as the officers may from time to time designate.

ARTICLE TWO DURATION

The time of existence of the corporation is perpetual.

ARTICLE THREE PURPOSE

The corporation may engage in any or all lawful business permitted to corporations under the laws of the STATE OF FLORIDA, or any other state, country, territory or nation. The principal purpose is the allocation of financial resources to capital improvements for day care centers.

ARTICLE FOUR CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 1,000 shares, all of which shall be common shares with a par value of \$1.00 each.

ARTICLE FIVE REGISTERED OFFICE

The principal address of the initial registered office of the corporation shall be 155 N.W. 4th Street, Homestead, Florida 33030. The name of the initial registered agent at such address is Michael Ratigan.

ARTICLE SIX PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-emptive Rights.

ARTICLE SEVEN DIRECTORS

The Board of Directors of the corporation shall consist of at least one member and not more than eleven.

The name and address of initial Directors of the Board is:

NAME

ADDRESS

Michael Ratigan

155 NW 4th Street Homestead, Florida 33030

INCORPORATORS

The name and address of the incorporator is:

NAME

ADDRESS

Michael Ratigan

155 NW 4th Street Homestead, Florida 33030

IN THE WITNESS WHEREOF, I have subscribed my name this <u>14th</u> day of <u>November</u>, 1997.

Wichael Ratigan, Director & Incorporator

STATE OF FLORIDA:

: SS

COUNTY OF DADE

On this <u>14th</u> day of <u>November</u>, 1997, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Michael Ratigan, known to me to be the person whose name is subscribed to the within instrument, and acknowledge that he executed the same for the purpose herein contained.

IN THE WITNESS, I hereunto set my hand and official seal.

NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:



CERTIFICATION OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

97 NOV 17 AM 8:01 Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

- The name of the corporation is Children's Academic Resource Enterprises, Inc.
- The name and address of the registered agent and office is Michael Ratigan, 155 N.W. 4th Street, Homestead, Florida 33030.

Registered Agent

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATED TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

> hael Ratigan gistered Agent

Date

State of Florida County of Dade

The foregoing instrument was acknowledged and sworn to before me this 14th day of November, 1997.

My Commission Expires:

MICHAEL L. FREDERICK My Comm Exp. 8/04/08 Bonded By Service Ins. No. CC374341