30800C

THE UNITED STATES **CORPORATION**

ACCOUNT NO.: 072100000032

REFERENCE: 682166 4383491

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE: January 26, 1998

ORDER TIME : 3:25 PM

ORDER NO. : 682166-020

CUSTOMER NO: 4383491

CUSTOMER: Timothy H. Kenney, Esq

TIMOTHY H. KENNEY, ESQ

189 Bradley Place

Palm Beach, FL 33480

DOMESTIC FILING

TODDLER TECH ACADEMY - FORT

MYERS II, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION ____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ___ CERTIFIED COPY PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

500002412495--5 -01/27/98--01002--027

****122.50 ****122.50

CIVISION OF CORPORATIONS

98 JAN 26 AM 8: 54

ARTICLES OF INCORPORATION

OF

TODDLER TECH ACADEMY — FORT MYERS II, INC.

ARTICLE L NAME

The name of this corporation shall be TODDLER TECH ACADEMY — FORT MYERS II, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of State, State of Florida. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1,000 par value shares of common capital stock, each share having a par value of \$1.00.

Articles Of Incorporation Of TODDLER TECH ACADEMY — FORT MYERS II, INC.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be two. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

DAVID F. LEVY 2775 E. Oakland Park Blvd,. #10 Ft. Lauderdale, FL 33308

ARNALDO JAGLE 2775 E. Oakland Park Blvd., #10 Ft. Lauderdale, FL 33308

ARTICLE VI. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VII. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office shall be:

2775 E. Oakland Park Blvd., #10 Ft. Lauderdale, FL 33308

Articles Of Incorporation Of TODDLER TECH ACADEMY — FORT MYERS II, INC.

The name and address of the individual who shall serve as this corporation's initial registered agent shall be:

TIMOTHY H. KENNEY, Esq. 189 Bradley Place Palm Beach, FL 33480.

ARTICLE VIII. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is:

DAVID LEVY 2775 E. Oakland Park Blvd., #10 Ft. Lauderdale, FL 33308

ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

DAVID LEVY, Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of TODDLER TECH ACADEMY — FORT MYERS II, INC. I hereby state that I am familiar with and accept

Articles Of Incorporation Of TODDLER TECH ACADEMY — FORT MYERS II, INC.

the duties and responsibilities as registered agent for TODDLER TECH ACADEMY — FORT MYERS II, INC.

TIMOTHY H. KENNEY - Registered Agent

State Of Florida

County Of Palm Beach

SECRETARY OF STATE STATE OF CORPORATIONS
98 JAN 26 AM 8: 54

On January 20, 1998, TIMOTHY H. KENNEY, Esquire, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of TODDLER TECH ACADEMY — FORT MYERS II, INC.

Notary Public

EMILIE P. WILSON COMMISSION # CC415712 EXPIRES OCT 24,1998 BONDED THRU

(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

(SEAL)