300003044 THE UNITED STATES

ACCOUNT NO. : 072100000032

REFERENCE: 766010 80289A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: April 2, 1998

ORDER TIME: 10:02 AM

ORDER NO. : 766010-005

CUSTOMER NO: 80289A

CORPORATION

CUSTOMER: Mr. S. K. Moncrief

STENSTROM MCINTOSH COLBERT WHIGMAN & SIMMONS, P.A.

Sunbank Building

200 W First Street, Suite 22

Sanford, FL 32771

DOMESTIC FILING

NAME: SEMINOLE CHILD CARE, INC.

EFFECTIVE DATE:

300002476433--1 -04/02/98--01027--023 *****70.00 *****70.00

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

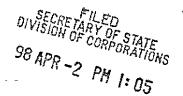
___ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION



OF

SEMINOLE CHILD CARE, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I-NAME

The name of the corporation shall be: SEMINOLE CHILD CARE, INC.

The principal place of business of this corporation shall be: 2509 Yale Avenue, Sanford, FL 32771

ARTICLE II-NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLES III-CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 1,000 at \$1.00 par value.

ARTICLE IV-TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V-OFFICERS, DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Tara C. Knowlton 208 Krider Road Sanford, FL 32771

ARTICLE VI-INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) of this articles of incorporation is(are):

Tara C. Knowlton 208 Krider Road Sanford, FL 32771

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this <u>ISF</u> day of <u>upril</u>, 1998.

Signature(s) of Incorporator(s)

Tara C. Knowlton

STATE OF FLORIDA COUNTY OF SEMINOLE

THE FOREGOING instrument was acknowledged before me this 15th day of 1998, by TARA C. KNOWLTON,

[] who is personally known to me, or

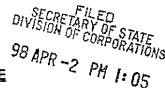
[X] who has produced Florida Drivers Licenses as identification.

Ngtary Public

State of Florida at Large My Commission Expires:

* The structure of the

JUANITA HAWKINS My Commission CC452828 Expires May. 24, 1999 Bonded by NFNU 800-224-6368



CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

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.

- 1. The name of the corporation is: SEMINOLE CHILD CARE, INC.
- 2. The name and address of the registered agent and office is: Tara C. Knowlton, 2509 Yale Avenue, Sanford, FL 32771

Tara C. Knowlton

Title: President Date: 4-1-98

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 STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Tara C. Knowlton Registered Agent

Date: 4-1-98