



ACCOUNT NO. : 072100000032

REFERENCE : 787201 81229A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 20, 1998

ORDER TIME : 10:20 AM

ORDER NO. : 787201-005

CUSTOMER NO: 81229A

CUSTOMER: Sharon B. Logan, Esq
SHARON B. LOGAN, ESQUIRE

Suite 110
400 South Atlantic
Ormond Beach, FL 32176

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-04/20/98--01029--013
****122.50 ****122.50

DOMESTIC FILING

NAME: ALL THE LITTLE CHILDREN
PRE-SCHOOL/DAYCARE, 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: Andrew Cumper

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 20 AM 12:33

RECEIVED
98 APR 20 AM 11:38
DIVISION OF CORPORATIONS

4/20/98

ARTICLES OF INCORPORATION

OF

All The Little Children Pre-School/Daycare, Inc.

ARTICLE I - NAME AND PRINCIPAL LOCATION

The name of this corporation is "All The Little Children Pre-School/Daycare, Inc.". The principal location of the corporation is 427 South Nova Road, Ormond Beach, Florida 32174.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of establishing and operating a pre-school/daycare facility and engaging in any act, duties or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) shares of common class, at One Dollar (\$1.00) par value.

ARTICLE V - CAPITAL STRUCTURE: Subchapter S Corporation

This corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten (10) persons. The stock shall be issued and transferrable only to natural persons who are not non-resident aliens.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 427 South Nova Road, Ormond Beach, Florida 32174. The name of the initial registered agent at that address is Brenda O. George.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one (1).

The name and address of the initial director of this corporation is:

NAME

ADDRESS

Brenda O. George

10 Iroquois Trail
Ormond Beach, Florida 32174

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98 APR 20 AM 12:34

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator signing these Articles of Incorporation is: Brenda O. George, of 10 Iroquois Trail, Ormond Beach, Florida 32174.

ARTICLE IX - POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer or any former officer to the full extent permitted by Law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 10 day of April, 1998.

Brenda O. George
Brenda O. George
Incorporator

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day personally appeared before me an officer duly authorized to administer oaths and take acknowledgments, Brenda O. George, to me well known to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same for the purposes therein expressed as her act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 10 day of April, 1998, in the County and State aforesaid.

Sharen Turner
Notary Public, State of Florida
My commission expires:



SHAREN TURNER
My Commission CC571147
Expires Jul. 21, 2000

ARTICLES OF INCORPORATION
OF

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All The Little Children Pre-School/Daycare, Inc.

ACCEPTANCE OF REGISTERED AGENT

The undersigned does hereby accept the designation of
Registered Agent for "All The Little Children Pre-School/Daycare,
Inc.", having its registered office at 427 South Nova Road, Ormond
Beach, Florida 32174.

The acceptance shall be effective upon the filing of the
Articles of Incorporation of said corporation.

Dated: April 10, 1998, 1998.

Brenda O. George
Brenda O. George
Registered Agent

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day personally appeared before
me an Officer duly authorized to administer oaths and take
acknowledgments, Brenda O. George, to me well known to be the
person described in and who executed the foregoing instrument and
she acknowledged before me that she executed the same for the
purpose therein expressed as her act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and official
seal this 10 day of April, 1998, in the County and
State aforesaid.

Sharen Turner
Notary Public State of Florida
My Commission Expires:



SHAREN TURNER
My Commission CC571147
Expires Jul. 21, 2000