

N. TAYLOR ENTERPRISES, INC.



96 Mayfair Lane ♦ Boynton Beach, FL 33462

Phone 561-965-8727 or Nat'l 800-386-6789 ♦ Fax 561-367-3543

P98000036120

April 09, 1998

Secretary of State
Department of Corporations
5050 West Tennessee Street
Tallahassee, FL 32399-0130

RE: Articles of Incorporation
Shelia Francis Family Day Care, Inc.

To Whom It May Concern:

Enclosed you will find the following documents:

1. Articles of Incorporation on the above referenced business entity.
2. My company check number 2134 in the amount of \$122.50 to cover the incorporation fees.

Please process this application and return to me at the earliest possible date. Should you have any questions concerning the application, please do not hesitate to contact me.

Sincerely,

Nita Taylor

Nita Taylor
President

NT:sm

Encl.

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***122.50 ***122.50

FILED
98 APR 20 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Nita Taylor GAVE
AUTHORIZATION BY PHONE TO
CORRECT *R.A. none + Adolph Princeps*
DATE *4-21-98*
DOC. EXAM *CB*

ARTICLES OF INCORPORATION
OF
SHELIA FRANCIS FAMILY DAY CARE, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida..

ARTICLE I NAME

The name of the corporation shall be.
SHELIA FRANCIS FAMILY DAY CARE, INC.

ARTICLE II NATURE OF BUSINESS

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

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be , and the name of the initial Registered Agent for the corporation at that address is

SHELIA FRANCIS
222 NW 5TH AVENUE
DELRAY BEACH, FL 33444

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

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TALLAHASSEE, FLORIDA

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

SHELIA FRANCIS

ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

SHELIA FRANCIS
222 NW 5TH AVENUE
DELRAY BEACH, FL 33444

IN WITNESS WHEREOF, the undersigned has hereunto set his
hand and seal on this 8 day of April, 1998.

Incorporator:

Sheila M. Francis
SHELIA FRANCIS

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was executed and acknowledged
before me this 8 day of April, 1998, by
SHELIA FRANCIS.

Mildred J. Taylor
Notary Public
State of FLORIDA
My Commission Expires:

5/15/2001



MILDRED J. TAYLOR
COMMISSION # CC 631224
EXPIRES MAY 15, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida, a corporation
organizing under the laws of the State of Florida, with its principal office located at 1222 N.W. 5th Ave.
Delray Beach, Fla. 33444 has named SHELIA FRANCIS whose address is 222 N.W. 5th Ave.
Delray Beach, Fla. 33444 as its Agent to accept service of process
within this State.

ACCEPTANCE:

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

Registered Agent:

Sheila M. Francis
SHELIA FRANCIS

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, this day personally
appeared Sheila M. Francis, who, after
being duly sworn, deposes and says that the facts and matters
contained above are true and correct, and that he has executed
the same for the purposes expressed herein.

WITNESS my hand and official seal this 8 day of
April, 19 98.

Mildred J. Taylor
Notary Public
State of Florida
My Commission Expires:
5/15/2001



MILDRED J. TAYLOR
COMMISSION # CC 631224
EXPIRES MAY 15, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

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TALLAHASSEE, FLORIDA