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TRANSMITTAL LETTER

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*****78.75 *****78.75

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

SUBJECT: Articles of Incorporation, Merrily Troiani Family Child Care Inc.

Dear Sir or Madam:

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for filing fees and certificate in the amount of \$78.75.

If you have any questions, feel free to call me at (407) 699-1105.

Sincerely,

Merrily Troiani

Merrily Troiani
113 Fairway Ten Dr.
Casselberry, FL 32707

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98 JUN -3 PM 3:02
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

mm 6-4-98

ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: **MERRILY TROIANI FAMILY CHILD CARE, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

113 Fairway Ten Dr.
Casselberry, FL 32707

ARTICLE III - SHARES

The number of stock that this corporation is authorized to have outstanding at any one time is 1000 shares (Common Stock), \$1.00 par value per share.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Merrily Troiani
113 Fairway Ten Dr.
Casselberry, FL 32707

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors. The names and address of the initial members of the Board of Directors are:

Merrily Troiani
113 Fairway Ten Dr.
Casselberry, FL 32707

Candice Troiani
113 Fairway Ten Dr.
Casselberry, FL 32707

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ARTICLE VII – OFFICERS

The names and address of the initial officers of the corporation who shall hold office for the first year of the corporation or until their successor is elected or appointed are:

Merrily Troiani, Pres./Treasurer
113 Fairway Ten Dr.
Casselberry, FL 32707

Candice Troiani, Vice-Pres./Secretary
113 Fairway Ten Dr.
Casselberry, FL 32707

ARTICLE VIII – PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX – INCORPORATOR(S)

The names and street address of the incorporators to these Articles of Incorporation is:

Merrily Troiani
113 Fairway Ten Dr.
Casselberry, FL 32707

Candice Troiani
113 Fairway Ten Dr.
Casselberry, FL 32707

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this
1st day of June, 1998.

Signature:

Merrily Troiani
MERRILY TROIANI

Signature:

Candice Troiani
CANDICE TROIANI

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED
OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAW OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICER/REGISTERED AGENT, IN THE
STATE OF FLORIDA.

1. Name of the corporation is: MERRILY TROIANI FAMILY CHILD CARE, INC.
2. The name and address of the registered agent/officer is:

Merrily Troiani
113 Fairway Ten Dr.
Casselberry, FL 32707

Having been named as registered agent and to accept service of process for the above
state corporation at the place designated in this certificate, I hereby accept the
appointment as registered agent and agree to act in this capacity. I further agree to
comply with the provisions of all statutes relating to the proper and complete
performance of my duties, and am familiar with and accept the obligations of my position
as registered agent.

Merrily Troiani
Signature

6/1/98
Date

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314