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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: LUIS URIARTE

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: APPLE BLOSSOM LEARNING CENTER, INC.

AUDIT NUMBER.....H98000012661

DOC TYPE.....FLORIDA PROFIT CORPORATION OF P.A.

CERT. OF STATUS..1

PAGES.....4

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Apple Blossom Learning Center, Inc.

Article II. Address

The mailing address of the Corporation is:
Apple Blossom Learning Center, Inc.
7771 NW 175 Street
Hialeah FL 33015

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Thomas Trumbly
1705 NE 116 Road, #9
Miami FL 33181

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Donald D. Trumbly
Irene R. Trumbly

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Kevin L. Deeb | FL Bar Member 072590
Law Offices of Kevin L. Deeb, P.A.
3211 Ponce De Leon Boulevard
Suite 202
Coral Gables FL 33134
305-567-2428
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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

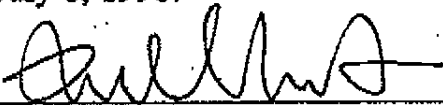
The name and address of the incorporator is:

Kevin L. Deeb
Law Offices of Kevin L. Deeb, P.A.
3211 Ponce De Leon Boulevard
Suite 202
Coral Gables FL 33134

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on July 8, 1998.

The undersigned incorporator executed these Articles of Incorporation on July 8, 1998.



KEVIN L. DEEB
by L.A. Uriarte as attorney-in-fact

Kevin L. Deeb | FL Bar Member 072590
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Apple Blossom Learning Center, Inc.

REGISTERED AGENT/OFFICE:

**Thomas Trumbly
1705 NE 116 Road, #9
Miami FL 33181**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



**THOMAS TRUMBLY
by L.A. Uriarte as attorney-in-fact**

Date: July 8, 1998.

**Kevin L. Deeb, FL Bar Member 072590
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