

P98000099919

COLE WHITE & BILLBROUGH, P.A.

Attorneys at Law
MIAMI - WEST PALM BEACH

ESPERANTE, SUITE 210
222 LAKEVIEW AVENUE
WEST PALM BEACH, FLORIDA 33401

TELEPHONE (561) 366-4700
FACSIMILE (561) 366-1150

DIRECT LINE (561) 366-4723
E-MAIL donlon@cwblaw.com

October 22, 1998

VIA FEDERAL EXPRESS

700002670937--1
-10/23/98--01033--004
*****78.75 *****78.75

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Incorporation of A Small World, Inc.

Dear Sir or Madam:

Enclosed are an original and a copy of Articles of Incorporation for A Small World, Inc. together with this firm's check in the amount of \$78.75 representing the filing fees, registered agent designation and certified copy. Please return the certified copy to the undersigned in the enclosed envelope at your earliest opportunity.

Thank you for your cooperation and prompt attention. If you have any questions, please call.

Sincerely,


Robert M. Donlon

RMD/sfh

encl.

L:\GOM\Rmd\dept-state-ltr.wpd

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 30 PM 12:22

B. BROCK NOV 5 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 26, 1998

ROBERT M. DONLON
COLE WHITE & BILLBROUGH, P.A.
222 LAKEVIEW AVE, ESPERANTE, SUITE 210
WEST PALM BEACH, FL 33401

SUBJECT: A SMALL WORLD, INC.
Ref. Number: W98000024195

We have received your document for A SMALL WORLD, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6925.

Barbara Brock
Document Specialist

Letter Number: 798A00052456

ARTICLES OF INCORPORATION
OF
A SMALL WORLD SCHOOL, INC.

PREAMBLE

I, the undersigned, do hereby associate under the following Articles, for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the Corporation shall be:

A SMALL WORLD SCHOOL, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal office of the Corporation shall be:

15500 SW 85TH Avenue
Miami, Florida 33157

ARTICLE III

GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is:

(1) Engaging in the operation of a day school for children; and

(2) Engaging in any activity or business permitted under the laws of the United States and the State of Florida.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 30 PM 12:22

ARTICLE IV

CORPORATE POWERS

This Corporation shall have all powers now and hereafter granted corporation for profit under the laws of the State of Florida, including the Emergency Powers included in §607.0303, Florida Statutes.

ARTICLE V

CAPITAL STOCK

(1) This Corporation shall be authorized to have outstanding at any time a maximum of 1,000 shares of stock of the par value of \$1.00.

(2) Shares of stock may be issued in consideration of the payment of the entire purchase price or only part of the purchase price, as may be determined by the Board of Directors which payment may be made in cash, property, or in services. Shares issued in consideration of the payment of only part of the purchase price:

(a) Shall be subject to calls thereon, in amounts and at such times as the Board of Directors may determine until the whole thereof shall have been paid; and

(b) Shall participate in dividends upon the basis of the amount actually paid on the respective shares; and

(c) Certificates issued therefor shall bear endorsement as to the actual amount paid thereon.

(3) No stock in this Corporation shall be sold or transferred other than by operation of law, unless and until the record owner thereof shall have given written notice, by certified mail, to the corporation at its principal office, setting forth a desire to sell such stock, together with the price, terms and conditions upon which said stock shall be offered for sale. The corporation, if it elects, or its shareholders, if it shall not elect, shall have an

exclusive right to purchase said stock at the price and upon the terms and conditions set forth in said notice at any time within thirty (30) days of the corporation's receipt thereof. Upon failure of the corporation or its stockholders to exercise such rights within such thirty (30) day period, said stock may be offered for sale to others, but only at the price and upon the terms and conditions stated in said notice.

(4) Anything to the contrary notwithstanding, the original subscribers hereto shall, prior to issue of certificates therefor, have the right to assign their stock subscriptions without regard to the limitations on stock transfers contained in Section (3) above.

ARTICLE VI

REQUIRED CAPITAL

This corporation shall begin business with a capital of not less than Five Hundred (\$500.00) Dollars.

ARTICLE VII

TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VIII

DIRECTORS

(1) The business of this corporation shall be conducted by a Board of Directors consisting of one (1) or more Directors, who shall be elected in accordance with the By-Laws.

(2) Members of the Board of Directors or an Executive Committee of such Board will be deemed present and may conduct business at any meeting of such Board or Committee by means of a conference telephone or similar communication equipment if used so that all persons participating in the meeting can hear each other.

(3) The name and street address of the members of the first Board of Directors of this corporation, who shall hold office for the first year of its existence or until their successors are elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Viviane Kissane	15500 SW 85 th Avenue Miami, Florida 33157

ARTICLE IX

STREET ADDRESS AND DESIGNATION OR REGISTERED AGENT

That, A SMALL WORLD SCHOOL, INC., desiring to organize under the laws of the State of Florida has designated its initial registered office as 222 Lakeview Avenue, Suite 210, West Palm Beach, Palm Beach County, Florida, 33401, and has named ROBERT M. DONLON as its initial Registered Agent who is located at such address.

ARTICLE X

INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Robert M. Donlon	222 Lakeview Avenue Suite 210 West Palm Beach, Florida 33401

ARTICLE XI

SCOPE OF ARTICLES

The provisions of these Articles, and amendments thereto, and each and every Article and Section thereof, and the provisions of

the By-Laws and amendments thereof, shall be considered a part of every contract and transaction to which this corporation shall be a party. Every person, association and/or corporation dealing with this corporation is hereby charged with notice and knowledge of the powers and limitations of powers of this corporation.

ARTICLE XII

EFFECTIVE DATE OF ARTICLES

The Articles of Incorporation shall be effective on the date of filing with the State of Florida.

WITNESS my hand and seal this 25th day of November, 1998.



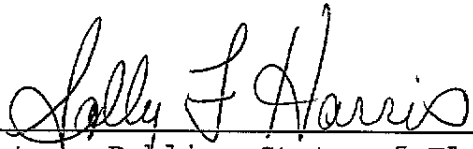
ROBERT M. DONLON

(SEAL)

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS:

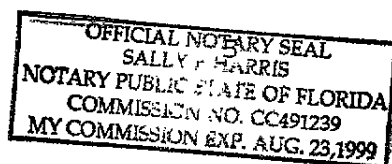
BEFORE ME, the undersigned authority, personally appeared ROBERT M. DONLON, to me well known to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at West Palm Beach, in said County and State, this 25 day of November, 1998.



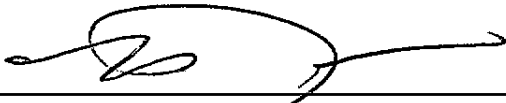
Notary Public, State of Florida
at Large

My commission expires:



ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept Service of Process for A SMALL
WORLD SCHOOL, INC., at place designated in ARTICLE IX of the
attached Articles of Incorporation, I hereby acknowledge that I am
familiar with and accept the obligations of that position.


_____(SEAL)
ROBERT M. DONLON
Registered Agent

L:\2000-0000-00\SmallWorldSchoolArt.wpd

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 30 PM 12:21