CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 1-800-342-8062 • Fax (850) 222-1222 Art of Inc. File LTD Pathership Foreign Corp. File****78.75 L.C. File_ Fictitious Name File Trade/Service Mark___ Merger File_ Art. of Amend. File_____ RA Resignation_ Dissolution / Withdrawal Annual Report / Reinstatements Cert. Copy_ Photo Copy_ Certificate of Good Standing Certificate of Status Certificate of Fictitious Name Corp Record Search_ Officer Search Fictitious Search Fictitious Owner Search Signature Vehicle Search Driving Record_ Requested by: UCC 1 or 3 File_ UCC 11 Search_ Name Date UCC 11 Retrieval

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ARTICLES OF INCORPORATION

OF

DISCOVERY WORLD CHILD CARE CENTER, INC.

The undersigned incorporator hereby forms a corporation finder Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

DISCOVERY WORLD CHILD CARE CENTER, INC.

The address of the principal office of this corporation shall be 7008 Melrose Court, Port Richey, Florida 34668, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. COMMENCEMENT OF CORPORATE EXISTENCE
Corporate existence shall commence upon January 1, 1999.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE V. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 7008 Melrose Court, Port Richey, Florida 34668, and the name of the initial registered agent of the corporation at that address is VALERI DONNELLY.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. 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 this Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Valeri Donnelly 7008 Melrose Court Port Richey, FL 34668 Michael Donnelly 7008 Melrose Court Port Richey, FL 34668

ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are: President - Valeri Donnelly
7008 Melrose Court
Port Richey, FL 34668

V. President, Secretary, Treasurer - Michael Donnelly
7008 Melrose Court
Port Richey, FL 34668

ARTICLE IX. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE X. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE XI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation: Valeri Donnelly, 7008 Melrose Court, Port Richey, Florida 34668.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this $\frac{151}{29}$ day of $\frac{1}{2}$ day of $\frac{1}$

Valeri Donnelly VALERI: DONNELLY

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

VALERI DONNELLY, having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in the foregoing Articles, I hereby accept such appointment and acknowledged that I am familiar with and accept the obligations and responsibilities of such office as provided for in Florida Statutes 607.0505.

VALERI DONNELLY

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ROLAND D. WALLER, ESQ. WALLER & MITCHELL 5332 Main Street New Port Richey FL 34652 Telephone: 727/847-2288 FBN 139706

THIS INSTRUMENT PREPARED BY: