



**THE UNITED STATES
CORPORATION**
COMPANY

P9900049237

FILED

99 JUN -1 PM 1:51

ACCOUNT NO. : 072100000032

REFERENCE : 258649 6099A

AUTHORIZATION :

COST LIMIT : \$ 78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Patricia Pujot

ORDER DATE : June 1, 1999

ORDER TIME : 10:36 AM

ORDER NO. : 258649-005

CUSTOMER NO: 6099A

100002890881--1

CUSTOMER: Ms. Glenda Bush-walker
MOYLE FLANIGAN KATZ FITZGERALD
MOYLE FLANIGAN KATZ FITZGERALD
P. O. Box 3888
625 N. Flagler Dr., 9th Floor
West Palm Beach, FL 33402

DOMESTIC FILING

NAME: PRE-K KID CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

PH 6/1/99
(S)

RECEIVED
99 JUN -1 AM 11:25
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PRE-K KID CORP.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I

Name of Corporation

The name of this Corporation shall be PRE-K KID CORP. (the "Corporation").

ARTICLE II

Mailing Address and Principal Place of Business

The mailing address and principal place of business of the Corporation is 8637 Falcon Green Drive, West Palm Beach, FL 33412.

ARTICLE III

Purpose

This Corporation is organized for the following purposes:

- (a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.
- (b) For the purpose of transacting any or all lawful business.
- (c) To do any and everything pertinent to the above.

ARTICLE IV

Capital Stock

This Corporation is authorized to issue Two Thousand (2,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

ARTICLE VII

Initial Registered Office and Agent

The street address of the initial registered office and registered agent is 625 North Flagler Drive, 9th Floor, West Palm Beach, Florida, 33401, and the name of the initial registered agent of this Corporation at that address is Michael J. Sabatello, IV, Esquire.

ARTICLE VIII

Initial Board of Directors

This Corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are as follows:

Leonard Garfield, Director	8367 Falcon Green Drive West Palm Beach, FL 33412
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Mary Garfield, Director	8367 Falcon Green Drive West Palm Beach, FL 33412
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ARTICLE IX

Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

ARTICLE X

Indemnification

The Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE XI

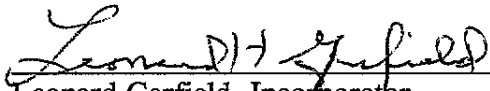
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and address of the person signing these Articles as Incorporator is as follows:

Leonard Garfield, 8367 Falcon Green Drive, West Palm Beach, Florida 33412, and telephone number is (561) 626-4400.

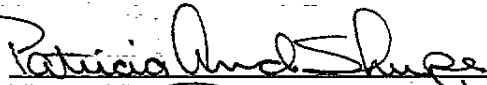
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25 day of May, 1999.


Leonard Garfield, Incorporator


STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 25 day of May, 1999, by Leonard Garfield, as Incorporator of PRE-K KID CORP., and he is personally known to me or has produced _____ as identification.

NOTARY PUBLIC - STATE OF FLORIDA
PATRICIA ANNE SHUPE
COMMISSION # CC598767
(NOTARY SEAL) EXPIRES 11-4-2000
BONDED THRU ASA 1-888-NOTARY1


Notary Name: Patricia Anne Shupe
Notary Public
Serial (Commission) Number
(if any) # CC598767

I am familiar with the obligations of a Registered Agent and hereby accept appointment as Registered Agent of PRE-K KID CORP., as provided in Article VII of the Articles of Incorporation of said Corporation.


Michael J. Sabatello, IV, Esquire
Registered Agent