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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

SMALL WORLD DAY CARE CORP II

Certificate of Status	0
Certified Copy	1
Page Count	03
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MIAMI, JUNE 21, 1999

WHO TO MAY THIS CONCERN.

ME, REBECA ABREU, I AM THE OWNER OF THE CORPORATION NAMED:
SMALL WORLD DAY CARE CORP.

SINCERELY,

A handwritten signature in cursive script, appearing to read "Rebeca Abreu".

REBECA ABREU

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ARTICLES OF INCORPORATION

OF

SMALL WORLD DAY CARE CORP II

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: SMALL WORLD DAY CARE CORP II

The principal place of business of this corporation shall be:
26545 S DIXIE HWY NARANJA FLORIDA 33032

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: THREE HUNDRED SHARES (300) AT ONE DOLLAR (1.00) PER SHARE

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

REBECA ABREU	26545 S DIXIE HWY NARANJA FL 33032
JOSE ABREU	26545 S DIXIE HWY NARANJA FL 33032
AMBARINA MELCON	26545 S DIXIE HWY NARANJA FL 33032

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

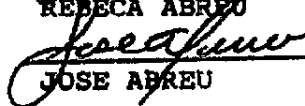
REBECA ABREU	26545 S DIXIE HWY NARANJA FL 33032
JOSE ABREU	26545 S DIXIE HWY NARANJA FL 33032
AMBARINA MELCON	26545 S DIXIE HWY NARANJA FL 33032

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 15 day of JUNE, 1999.

Signature(s) of Incorporator(s)



REBECA ABREU



JOSE ABREU

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

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation _____
SMALL WORLD DAY CARE CORP II

2. The name and address of the registered agent and office is:

REBECA ABREU
26545 S DIXIE HWY _____
(P.O. BOX NOT ACCEPTABLE)
NARANJA FL 33032 _____
(CITY/STATE/ZIP)

SIGNATURE Reba Abreu
(corporate officer)
REBECA ABREU
TITLE PRESIDENT

DATE 6-15-99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE Reba Abreu
REBECA ABREU
DATE 6-15-99

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