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ARTICLES OF INCORPORATION

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OF

BUILDING BLOCKS LEARNING CENTER OF PALM BEACH COUNTY, THE THE STATE

The undersigned subscriber to these Articles of Incorporation,

A natural person competent to contract, hereby forms a corporation
under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BUILDING BLOCKS LEARNING CENTER OF PALM BEACH COUNTY, INC.

The principal place of business of this corporation shall be 2927 Ranch House Road, West Palm Beach, Florida 33406.

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. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2927 Ranch House Road, West Palm Beach, FL 33406, and the name of the initial registered agent of the corporation at that address is Jeffrey J. Drennen.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. 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/she already holds, shall have the right to purchase his/her pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. DIRECTORS

This corporation shall have one Director, initially. The name and address of the Director is:

Jeffrey J. Drennen 2927 Ranch House Road, West Palm Beach, FL 33406

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these
Articles of Incorporation is:

Jeffrey J. Drennen 2927 Ranch House Road, West Palm Beach, FL 33406

IN WITNESS WHEREOF, the undersigned, Jeffrey J. Drennen, has hereto set his hand and seal on this 19 day of August, 1999.

By: Jeffrey & Drennen

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me in the County and State aforesaid, this ______ day of August, 1999 by Jeffrey J. Drennen, who is known to me to be the person in and who has executed the foregoing instrument and who has produced a Florida Driver's License as identification and who has/has not taken an oath.

Notary Public, State of Florida

MICHELLE BEDELL

NOTARY OF MY Comm Exp. 5/18/2003

No. CC 838395

M Personally Known [] Other I D.

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SLUNCTARY OF STATE
TALLAHASSEE, FLORIDA

STATEMENT OF ACCEPTANCE AS REGISTERED AGENT

In pursuance of Chapter 607. of the Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that BUILDING BLOCKS LEARNING CENTER OF PALM BEACH

COUNTY, a Florida corporation with its principal office at 2927

Ranch House Road, West Palm Beach, FL 33406 has appointed Jeffrey

J. Drennen, as its agent to accept service of process within this

State.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and 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 607.0505 Florida Statutes.

Dated: 8-19-99

Jeffrey J. Drennen

Registered Agent