

ARTICLES OF INCORPORATION OF

MRS. CYNTHIA'S PRESCHOOL & DAYCARE, INC.

KNOW ALL MEN BY THESE PRESENTS that, the undersigned, as incorporators of a corporation under the Code of Alabama, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is MRS. CYNTHIA'S PRESCHOOL & DAYCARE, INC.

SECOND: The period of duration is perpetual.

THIRD: The purpose for which this corporation is formed are: To provide Daycare with focus on Education, pursuant to all applicable laws governed by the State of Alabama..

The foregoing clauses shall be construed as the objects and purposes of the corporation in addition to those powers specifically conferred upon the corporation by law, and it is hereby expressly provided that the foregoing specific enumeration of powers shall not be held to limit or restrict in any manner the powers of the corporation otherwise granted by law.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1,000) of the par value of Ten Dollars (\$10.00) per share.

FIFTH: The address of the initial registered office of corporation is 207 Milgray Lane, Calera, AL 35040 and the name of its initial registered agent at such address is Cynthia A. Patterson.

SIXTH: The number of directors constituting the initial Board of Directors of the

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corporation is One (1) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

NAME

ADDRESS

Cynthia A. Patterson

207 Milgray Lane, Calera, AL 35040

SEVENTH: The names and addresses of the incorporators are:

NAME

ADDRESS

Cynthia A. Patterson

207 Milgray Lane, Calera, AL 35040

Warner Patterson

207 Milgray Lane, Calera, AL. 35040

IN WITNESS WHEREOF, the undersigned incorporators have hereunto subscribed their signatures to these Articles of Incorporation on this the 17 day of January, 1997.

Cynthia A. Patterson
Cynthia A. Patterson, Incorporator

Warner Patterson
Warner Patterson, Incorporator

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

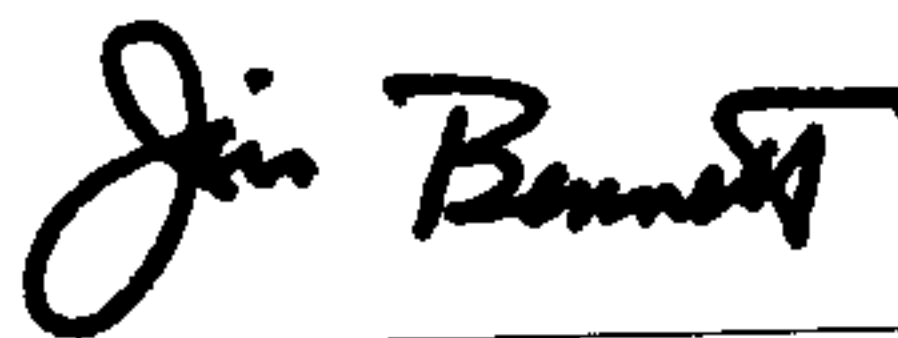
Mrs. Cynthia's Preschool & Day Care, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Christopher R Smitherman, P O Box 261, Montevallo, AL 35115 for a period of one hundred twenty days beginning January 15, 1997 and expiring May 16, 1997.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

January 15, 1997

Date



Jim Bennett

Secretary of State



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