



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State Matthew A. Brown

Corporations Division

100 North Main Street

Providence, Rhode Island 02903-1335

**BUSINESS CORPORATION**

**ARTICLES OF INCORPORATION**

(To Be Filed In Duplicate Original)

**FILED**

JAN 10 2005

By KMC  
M 54868

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is Stork's Nest Child Academy V, Inc.

(This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1956, as amended.) (Strike if inapplicable.)

2. The period of its duration is (if perpetual, so state) perpetual

3. The specific purpose or purposes for which the corporation is organized are:

For the provision of day care services and for all other lawful purposes that

corporations may be formed under Chapter 7-1.1 of the General Laws, 1956,

as amended.

4. The aggregate number of shares which the corporation shall have authority to issue is:

(a) If only one class: Total number of shares 200 (If the authorized shares are to consist of one class only the par value of such shares or a statement that all of such shares are to be without par value.):

No par value

(b) If more than one class: Total number of shares or (State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of Chapter 7-1.1 of the General Laws, 1956, as amended, in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.):

5. Provisions, if any, dealing with the preemptive right of shareholders pursuant to § 7-1.1-24 of the General Laws, 1956, as amended:

Pre-emptive rights are denied to the shareholders.

6. Provisions, if any, for the regulation of the internal affairs of the corporation:

7. The address of the initial registered office of the corporation is 475 Tlogue Avenue  
(Street Address, not P.O. Box)  
Coventry, RI 02816 and the name of its initial registered agent  
(City/Town) (Zip Code)  
at such address is Patrick J. Sullivan  
(Name of Agent)

8. The number of directors constituting the initial board of directors of the corporation is 1 and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are: (If this is a close corporation pursuant to Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify.)

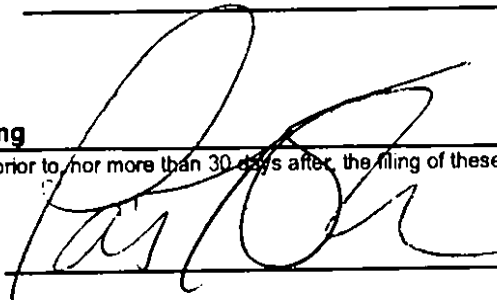
<u>Title</u>	<u>Name</u>	<u>Address</u>
<u>President</u>	<u>Barbara Izzo</u>	<u>475 Tlogue Avenue, Coventry, RI 02816</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

9. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Patrick J. Sullivan</u>	<u>475 Tlogue Avenue, Coventry, RI 02816</u>
_____	_____

10. Date when corporate existence is to begin upon filing  
(not prior to, nor more than 30 days after, the filing of these articles of incorporation)

Date: 12-13-04

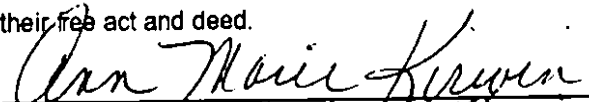


Signature of each Incorporator

STATE OF RI  
COUNTY OF Kent

In Coventry, on this 13 day of December, 2004, personally  
appeared before me Patrick J. Sullivan

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

  
Notary Public Ann Marie Kirwin  
My Commission Expires: 3-6-06

The Stork's Nest Child Academy IV, Inc.  
1100 Tollgate Road  
Warwick, RI 02886  
(401)828-4567

December 13, 2004

Secretary of State  
100 North Main Street  
Providence, RI 02903

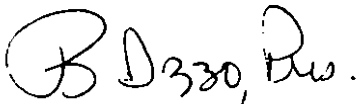
Re: The Stork's Nest Child Academy V, Inc.

To Whom It May Concern:

Please be advised that I hereby give my authorization to have The Stork's Nest Child Academy V, Inc. to use that name for incorporation of that company.

If you have any questions or concerns, please do not hesitate to contact me.

Very truly yours,

A handwritten signature in black ink, appearing to read "B Izzo, Pres." with a stylized, cursive script.

Barbara Izzo  
President  
The Stork's Nest Child Academy IV, Inc.

The Stork's Nest Child Academy II, Inc.  
6 Wake Robin Road  
Lincoln, RI 02865  
(401)333-3699

December 13, 2004

Secretary of State  
100 North Main Street  
Providence, RI 02903

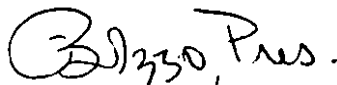
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Very truly yours,

A handwritten signature in cursive script that reads "B. Izzo, Pres."

Barbara Izzo  
President  
The Stork's Nest Child Academy II, Inc.