

State of Idaho

Department of State

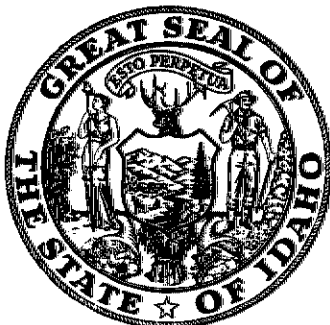
CERTIFICATE OF INCORPORATION OF

WHITE RABBIT, INC.
File number C 115622

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: July 2, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Seib*

JUL 1 4 37 PM '96

ARTICLES OF INCORPORATION

OF

WHITE RABBIT, INC.

IDAHO SECRETARY OF STATE
DATE 07/01/1996 0900 8021

CX #: 423 CUST# 46594

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JUL 2 11 00 AM '96
SECRETARY OF STATE
STATE OF IDAHO

For the purpose of forming a corporation under the laws of the State of Idaho,

LAURA L. LUCERE, being over the age of eighteen (18) years, adopt in duplicate the following

Articles of Incorporation:

ARTICLE I

The name of this corporation shall be WHITE RABBIT, INC.

ARTICLE II

The existence of this corporation shall be perpetual.

ARTICLE III

The purpose for which this corporation is organized is to provide child care, including daycare and extended care, and to transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, Title 23A, Revised Code of Idaho, as the same may be amended from time to time.

ARTICLE IV

The total number of shares of stock which the corporation is authorized to issue is ONE HUNDRED THOUSAND (100,000), all of which shall be of one class with a par value of ONE DOLLAR (\$1.00) each, and all of which shall be known as common stock.

ARTICLE V

The shareholders of the corporation shall have no preemptive rights to acquire unissued shares of stock of the corporation.

The shareholders of the corporation shall have no cumulative voting rights with respect to the election of the directors of the corporation.

ARTICLE VI

The initial registered agent of the corporation shall be LAURA L. LUCERE, whose address is 40 Buttercup Road, Hailey, Idaho, 83333. The corporation shall maintain its offices at 40 Buttercup Road, Hailey, Idaho and its mailing address shall be Post Office Box 289, Sun Valley, Idaho, 83353.

The registered agent and office of the corporation may be changed at any time by resolution of the Board of Directors.

ARTICLE VII

The number of directors of the corporation shall be fixed, and may be changed from time to time, in the manner provided in its Bylaws. The initial number of directors shall be one (1). The initial director of the corporation and the address is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Laura L. Lucere	403 Huffman Drive Sun Valley, ID 83353

The term of office of such initial director shall be until the first annual meeting of shareholders and until her successors are elected and qualified.

The power to alter, amend or repeal the Bylaws of the corporation, or adopt new Bylaws, subject to repeal or change by action of the shareholders, shall be vested in the Board of Directors.

ARTICLE VIII

The name and address of the Incorporator of this corporation is:

NAME

ADDRESS

Laura L. Lucere

403 Huffman Drive
Sun Valley, ID 83353

DATED this 28th day of June, 1996.


Laura L. Lucere
Incorporator