

**ARTICLES OF ORGANIZATION OF
BUSY BEES CHILD CARE & DEVELOPMENT, LLC**

The undersigned hereby forms and organizes a limited liability company pursuant to the Kentucky Limited Liability Company Act and adopts the following Articles of Organization of such limited liability company:

ARTICLE I

Name

The name of the limited liability company is **Busy Bees Child Care & Development, LLC**.

ARTICLE II

Initial Principal Office

The mailing address of the initial principal office of the limited liability company in the Commonwealth of Kentucky is **1634 Ruth Avenue, Louisville, KY 40205**.

ARTICLE III

Initial Registered Office and Registered Agent

The name and street address of the registered agent is: **Megan M. Banaszynski, 1634 Ruth Avenue, Louisville, KY 40205**.

ARTICLE IV

Management

The affairs of the limited liability company are to be Member managed, subject to the provisions of its Operating Agreement.

ARTICLE V

Members

The limited liability company will have at least one (1) member.

ARTICLE VI

Effective Date

Pursuant to K.R.S. 275.060(2), the effective date and time of the limited liability company shall be 12:01 a.m. on March 23, 2011.

ARTICLE VII

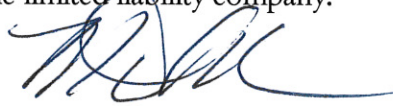
Duration

The duration of the limited liability company shall be perpetual, save and until its dissolution in accord with the Kentucky Limited Liability Company Act and the operating agreement of the limited liability company.

ARTICLE VIII
Personal Liability

Except as otherwise provided by Kentucky law, no member, manager, agent or employee of the limited liability company shall be personally liable for the debts obligations, or liabilities of the limited liability company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, agent or employee of the limited liability company.

DATE: 3-23-2011



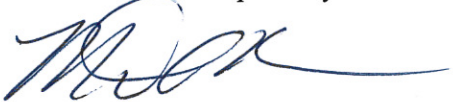
Melissa M. Bauer
Organizer

CONSENT OF REGISTERED AGENT

The undersigned hereby consents to serve as the initial registered agent for Busy Bees Child Care & Development, LLC, as of this 23rd day of March, 2011.


Megan M. Banaszynski

This Instrument Prepared By:



Melissa M. Bauer, Esq.
2509 Plantside Drive
Louisville, Kentucky 40299