

F940000063PO

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

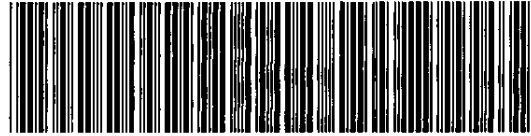
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status

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JUN -7 PM 4:06

M 6-9-11



Rachel Broughton
Intellectual Property/Corporate Paralegal II
Corporate Affairs

Knowledge Universe ®
650 NE Holladay Street, Suite 1400
Portland, OR 97232
(503) 736-6961 - direct
(503) 872-16-91 - facsimile
rbroughton@klcorp.com

June 6, 2011

SENT VIA UPS OVERNIGHT DELIVERY

Florida Department of State
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: *Filings to Effectuate Conversion – Knowledge Learning Corporation n/k/a Knowledge Universe Education LLC and KinderCare Learning Centers, Inc. n/k/a KinderCare Learning Centers LLC*

Dear Sir/Madam:

Enclosed for filing with your officer are an original and one copy of the following documents for each of the above referenced entities:

- 1) Application By a Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida;
- 2) Application by a Foreign Limited Liability Company for Authorization to Transact Business in Florida;
- 3) A check in the amount of \$35.00 to cover the filing fees associated with the withdrawal; and
- 4) A check in the amount of \$130.00 to cover the filing fees associated with the qualification.

Please file each original application and forward the filed-stamped copies along with the evidence of the filings to the following:

Knowledge Universe
Legal Department – Corporate Affairs
Attn: Rachel Broughton
650 NE Holladay Street, Suite 1400
Portland, OR 97232

Should you have any questions regarding the enclosures or the instructions contained herein, please do not hesitate to contact me directly at 503.736.6961.

Best Regards,

A handwritten signature in cursive script that reads "Rachel Broughton".

Rachel Broughton
Intellectual Property/Corporate Paralegal II

/rb
Enclosures
KU 140876

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Knowledge Learning Corporation
(Name of Corporation)

DOCUMENT NUMBER: F94000006380

The enclosed **withdrawal application** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Rachel Broughton
(Name of Person)

Knowledge Universe
(Firm/Company)

650 NE Holladay Street, Suite 1400
(Address)

Portland, OR 97232
(City/State and Zip code)

For further information concerning this matter, please call:

Rachel Broughton at (503) 736-6961
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF
AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

Knowledge Learning Corporation

(Name of Corporation)

F94000006380

(Document Number of Corporation (if known))

Delaware

(Incorporated Under Laws of)

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17 JUN -7 PM 11:06
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

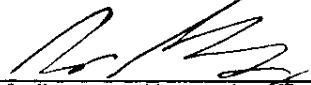
650 NE Holladay Street, Suite 1400

(Mailing Address)

Portland, OR 97232

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Rene Gonzalez
(Typed or printed name of person signing)

5-23-11
(Date)

Assistant Corporate Secretary
(Title of person signing)

FILING FEE \$35