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AFFIDAVIT AS TO CONVEYANCE TO WHOLLY OWNED CORPORATION

June 4, 1982

BOOK

STATE OF MISSOURI) SS. COUNTY OF JACKSON)

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27128

The undersigned J. L. Brozman does hereby certify that:

- 1. He is the duly elected qualified Vice President of CenCor, Inc., a Delaware Corporation.
- 2. CenCor, Inc., is successor by merger to CenCor, Services such merger taking place December 31, 1968.
- 3. CenCor, Inc., is conveying title to La Petite Academy, Inc., a
 Delaware Corporation, which was formed under the laws of the State of Delaware
 October 5, 1981. The property being conveyed to La Petite Academy, Inc., is
 for corporate convenience and all issued stock of La Petite Academy, Inc., is
 owned by CenCor, Inc.
- 4. Attached hereto and made a part hereof is Exhibit "A" which sets forth the legal description of the property being conveyed.

Futher affiant saieth not.

CENCOR, INC.

J. L. Brozman, Vice Presidnet

O scetta Q. Hutcheson

Subscribed and sworn to before me this 31st day of December, 1981.

y commission expires:

Expires April 12, 1985