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TRANSMITTAL LETTER

TO: Qualification/Registration Section
Division of Corporations

SUBJECT: Expeditionary Learning Outward Bound, Inc.
(Name of Corporation)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

J. J. Leitner

(Name of Person)

Gilbert, Segall and Young LLP

(Firm/Company)

430 Park Avenue

(Address)

New York, NY 10022-3592

(City, State and Zip Code)

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TALLAHASSEE, FLORIDA

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For further information concerning this matter, please call:

J. J. Leitner

(Name of Person)

at (212) 644 - 4054
Area Code & Daytime Telephone Number

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:*

1. Expeditionary Learning Outward Bound, Inc.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. New York 3. 06-1576405
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. February 16, 2000 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Will commence August 1, 2000
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)
7. 100 Mystery Point Road
Garrison, New York 10524-9757
(Current mailing address)

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 TALLAHASSEE, FLORIDA
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8. To promote the expeditionary learning process to improve the academic performance and character development of elementary and secondary school students in
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) the U.S.

9. Name and street address of Florida registered agent:

NRAI Services, Inc.
(Name)

526 E. Park Ave.
(Office address)

Tallahassee, Florida, 32301
(City) (Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Geraldine Mirando Geraldine Mirando,
(Registered agent's signature) Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other

official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address only- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See attached

Address: _____

Vice President: _____

Address: _____

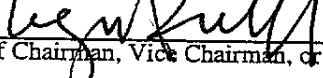
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

Greg Farrell, President

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

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Expeditionary Learning Outward Bound, Inc.
Employer Identification Number: 06-1576405
List of Directors and Officers

<u>Name and Address</u>	<u>Title</u>	<u>Compensation</u>
Ms. Gruffie Clough 1003 Milwaukee Street Denver, CO 80206	Director	\$0
Mr. Greg Farrell Expeditionary Learning Outward Bound 100 Mystery Point Road Garrison, NY 10524	President and Director	\$130,000
Ms. Patricia Francy c/o Columbia University 2910 Broadway New York, NY 10025	Secretary-Treasurer and Director	\$0
Mr. Doug Franchot c/o Wood, Franchot, Inc. 1550 Utica Avenue South, Suite 425 Minneapolis, MN 55416	Director	\$0
Mr. Robert Gable c/o Unitrode Corporation 7 Continental Boulevard Merrimack, NH 03054	Director	\$0
Mr. Allen Grossman c/o Harvard Graduate School of Business Administration 439 Morgan Hall Boston, MA 02163	Director	\$0

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Mr. Lee Klingenstein c/o Neuberger & Berman, LLC 605 Third Avenue New York, NY 10158	Chairman and Director	\$0
Mr. Thomas L. Melly The Goldman Sachs Group, LP 85 Broad Street New York, NY 10004	Director	\$0
Mr. Josh Miner 42 School Street Andover, MA 01810	Director	\$0
Mr. John Roberts 161 West 54 th Street New York, NY 10019	Director	\$0
Ms. Debbie Scott Lord Hill Road Old Lyme, CT 06731	Director	\$0
Mr. Brooks Thomas 5 Tudor City Place, Apt. 2201 New York, NY 10017	Director	\$0
Ms. Ginger Worden 114 Hobart Avenue Summit, NJ 07901	Director	\$0

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 SECURITIES AND EXCHANGE
 COMMISSION
 WASHINGTON, DC 20549

State of New York } ss:
Department of State

I hereby certify, that the Certificate of Incorporation of EXPEDITIONARY LEARNING OUTWARD BOUND, INC. was filed on 02/16/2000, as a Not-for-Profit Corporation and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 28th day of June
two thousand.

A handwritten signature in cursive script, appearing to read "J. Leubke".

Special Deputy Secretary of State

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00 JUL 17 PM 12:39
SECRETARY OF STATE
TALAMON, P. J. (R) 2001