

F990000000328

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Intellectual Development Systems, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

900002734119--8

-01/08/99--01015--003

*****70.00 *****70.00

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Ed Meyers

(Name of Person)

Intellectual Development Systems, Inc.
(Firm/Company)

49 Old Solomons Island Road, Suite 206
(Address)

Annapolis, MD 21401
(City/State/Zip)

W99-561

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FILED

W4/19

Should you need to call someone concerning this matter, please call:

Ed Meyers

(Name of Person)

at (410) 571-9663

(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

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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



January 4, 1999

FL Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

Enclosed you will find our (Intellectual Development Systems, Inc.) application for Statement and Designation by Foreign Corporation, Maryland Certificate, and our check in the amount of \$ 70.00 for applicable fees. Also enclosed, per your request, is a self-addressed stamped envelope.

Please send all correspondence to the following:

Ed Meyers
Intellectual Development Systems, Inc.
49 Old Solomons Island Road, St 206
Annapolis, MD 21401

If there are any questions, you may reach me at 410 571-9663.

Sincerely,

Ed Meyers
CFO



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 8, 1999

ED MEYERS
INTELLECTUAL DEVELOPMENT SYSTEMS, INC.
49 OLD SOLOMONS ISLAND ROAD SUITE 206
ANNAPOLIS, MD 21401

SUBJECT: INTELLECTUAL DEVELOPMENT SYSTEMS, INC.
Ref. Number: W99000000561

We have received your document for INTELLECTUAL DEVELOPMENT SYSTEMS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

Please list the street address of each officer/director. If the officer/director does not have a street address, list a P.O. Box and write (N/A) beside the box number.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 599A00000980


**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Intellectual Development Systems, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "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.)
2. Maryland
(State or country under the law of which it is incorporated)
3. 52-2010286
(FEI number, if applicable)
4. Sept. 12, 1996
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 49 Old Solomons Island Road, Suite 200
Annapolis, MD 21401
(Current mailing address)
8. Hire salesperson & sell learning systems in Florida
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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.


(Registered agent's signature)

A.D. Hamilton, Asst. Secy.

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.

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TALLAHASSEE FLORIDA

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. William Brock

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

14. WILLIAM BROCK, CHAIRMAN

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

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TALLAHASSEE FLORIDA

**Intellectual Development Systems, Inc.
Directors & Officers**

William E. Brock
2029 Homewood Road
Annapolis, MD 21402

Chairman

Charles M. Wistar
696 Fairview Avenue
Annapolis, MD 21403

Director & President

Stephen Cram
2400 Crestmoor Road
Suite 309
Nashville, TN 37215

Director

Joe Hardiman
8 Bowen Mill Road
Baltimore, MD 21212

Director

Robert S. Killebrew, Jr.
2323 Gadd Road
Lutherville, MD 21030

Director

Robert Meeker
PO Box D
45755 Goodpasture Drive
Vida, OR 97488

Director

David C. Warnock
Cayhill-Warnock
1 South Street
Suite 2150
Baltimore, MD 21202

Director

Jim Kitterman
PO Box 911 1614 Sparks Road
Sparks, MD 21152

Secretary

Edwin Meyers
PO Box 3567 700 Americana Dr. #57
Annapolis, MD 21403

Treasurer

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TALLAHASSEE FLORIDA

STATE OF MARYLAND

692129

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

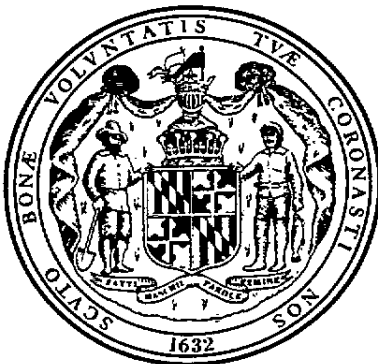
I, RITA WINSTON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT INTELLECTUAL DEVELOPMENT SYSTEMS, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 21ST DAY OF DECEMBER, 1998.

Rita Winston
RITA WINSTON
CHARTER DIVISION