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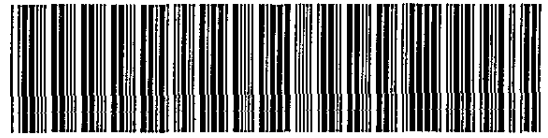
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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

03 MAR 27 AM 9:33

FILED

4020 NW 190th Street
Miami, Florida 33055
March 23, 2003

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Dear Sir/Madam:

Enclosed please find the Articles of Organization for *College Ready, LLC*. The overall goal of this Limited Liability Company will be to provide college advisement and preparation services to students in pursuit of a postsecondary education.

A check payable to the Florida Department of State in the amount of \$160 is also enclosed. This check is to cover the filing fee for the Articles of Organization (\$100), the designation of a Registered Agent (\$25), an optional Certified Copy (\$30), and the optional Certificate of Status (\$5). If you have any questions or concerns regarding the formation of this Florida Limited Liability Company, I could be reached at the following address:

Michael E. Townsel, Ph.D.
4020 NW 190th Street
Miami, Florida 33055
(305)624-0336

Thank you very much for your cooperation in this matter.

Sincerely,



Michael E. Townsel, Ph.D.

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STATE DEPT OF CORP
TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION
Of
College Ready, LLC
A Florida Limited Liability Company

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TALLAHASSEE, FLORIDA

The undersigned, acting as Initiators of the Limited Liability Company pursuant to Chapter 608 Florida Statutes, adopts the following Articles of Organization:

Article I: Name. The name of the Limited Liability Company is **College Ready, LLC.**

Article II: Purpose of the Company. The specific purpose of the Limited Liability Company shall be to provide college advisement, college touring services, academic and student support services, standardized test preparation, college financial aid counseling, and direction on other resources available to students in pursuit of a postsecondary education.

Article III: Duration of the Company. The Limited Liability Company shall exist in perpetuity from and after the date the Florida Secretary of State issues a Certificate of Formation, unless dissolved according to law.

Article IV: Principal Office. The street address of the initial principal office of the Limited Liability Company is 4020 Northwest 190th Street, Miami, Florida 33055.

Article V: Registered Agent. The initial registered agent is Michael E. Townsel, Ph.D., and the initial registered office is 4020 Northwest 190th Street, Miami, Florida 33055.

Article VI: The Limited Liability Company shall be managed by three members and the names and addresses of the managing members are:

Michael E. Townsel, Ph.D. 4020 NW 190th Street
Miami, Florida 33055

Michelle F. Townsel 4020 NW 190th Street
Miami, Florida 33055

Caroline B. Stokes 17000 NW 67th Avenue #212
Miami, Florida 33015

Article VII: Contributions. The total amount of cash and the description and agreed value of property contributed to the Limited Liability Company is as follows:

Member	Value of Property	Description
1. Michael E. Townsel, Ph.D.	\$100.00	Cash
2. Michelle F. Townsel	\$100.00	Cash
3. Caroline B. Stokes	\$100.00	Cash

Article VIII: Additional Members. The existing members shall have the right to admit additional members to the Limited Liability Company upon such terms and conditions as the existing and additional members shall agree at their sole discretion. Any member who is subsequently admitted as a member of the Company shall have all the rights and obligations of a member under the "Limited Liability Company Agreement."

Article IX: Continuation of Business. In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of an event which terminates the continued membership of a member in the Limited Liability Company, the remaining members of the Limited Liability Company shall continue to be members, based on their contributions as set forth in Article VII, or on their status as set forth in Article VIII. The remaining members must agree within ninety (90) days from the date of such event whether to continue the business of the Limited Liability Company. In the event the remaining members fail to agree to continue the business of the Limited Liability Company within such ninety (90) day period, the Limited Liability Company shall be dissolved and liquidated in accordance to the law.

Article X: Limited Liability Company Agreement. The regulation of the internal affairs of the Company is more particularly set forth in the Limited Liability Company Agreement.

Having been named as registered agent and having accepted service of process for the above stated Limited Liability Company at the place designated in this certificate, I hereby accept the appointment of a registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

Michael E. Townsel, Ph.D. [Signature] 3/23/03
Registered Agent's Name Registered Agent's Signature Date

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Michael E. Townsel, Ph.D. [Signature] 3/23/03
Member's Name Member's Signature Date

Michelle F. Townsel [Signature] 3/23/03
Member's Name Member's Signature Date

Caroline B. Stokes [Signature] 3/23/03
Member's Name Member's Signature Date

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