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PICK-UP	WAIT	MAIL
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Certified Copies	_ Certificates	s of Status
Special Instructions to	Filing Officer:	
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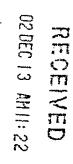
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#### **CT** CORPORATION

December 13, 2002

FILED

02 DEC 13 AM 7:58

FALLAMASSEE, FLORIDA

Secretary of State, Florida 409 East Gaines Street Tallahassee FL 32399

Re: Order #: 75670987 WO

Customer Reference 1: 018908.0170 Customer Reference 2: Landmark LLC

Dear Secretary of State, Florida:

Please file the attached:

Landmark Education LLC (DE) Registration Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Jeffrey J Netherton Sr. Fulfillment Specialist Jeff\_Netherton@cch-lis.com

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

### APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO: 58

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN A LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: 1 Landmark Education LLC (Name of foreign limited liability company) 2. Delaware (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 4 09/23/2002 5. Perpetual (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") 6, 10/01/2002 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 7. 353 Sacramento Street, Suite 200, San Francisco, CA 94111 (Street address of principal office) 8. If limited liability company is a manager-managed company, check here 9. The usual business addresses of the managing members or managers are as follows: Arthur Schreiber, 353 Sacramento Street, Suite 200, San Francisco, CA 94111 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: \_ Presenting educational programs

Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Arthur Schreiber for Landmark Education Enterprises, Inc.

Typed or printed name of signee

FILED 02 DEC 13 AM 7: 58

FALLAHASSEE, FLORIDA

#### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

TO DESIGNA FLORIDA.	ATE A REGISTERI	ED OFFICE AND REC	GISTERED AG	ENT IN THE STA	TE OF			
1. The name	of the Limited Lial	bility Company is:						
Landmark Edu	cation LLC				<u> </u>			-
2. The name	and the Florida stre	eet address of the regis	stered agent and	d office are:				
	C T Corporation Sy	stem	<del></del> <u></u>				-	<u>_</u> .
		(Name)						
	c/o C T Corporation	System, 1200 South Pine	Island Road	<u></u>		÷·		
	Florie	da street address (P.O. Box	x <b>NOT</b> ACCEPTA	BLE)				
	Plantation		33324		<u>.</u>		•	nie.
		City/State/2	Zip					
-	_	agent and to accept serv						

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 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, F.S.

C T Corporation System

By: Januage L. Morgan, ASS+ Scay

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

## Delaware

The First State

PAGE 1 02 DEC 13 AM 7: 59

TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LANDMARK EDUCATION LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF DECEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Warriet Smith Windson Secretary of State

AUTHENTICATION: 2136396