

**Electronic Articles of Incorporation  
For**

N10000006838  
FILED  
July 19, 2010  
Sec. Of State  
wcunningham

BANNER DAY LEARNING CORP.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

**Article I**

The name of the corporation is:

BANNER DAY LEARNING CORP.

**Article II**

The principal place of business address:

8177 GLADES ROAD  
217  
BOCA RATON, FL. 33434

The mailing address of the corporation is:

8177 GLADES ROAD  
217  
BOCA RATON, FL. 33434

**Article III**

The specific purpose for which this corporation is organized is:

BANNER DAY LEARNING CORP (FED ID NO. 27-2987531)  
WILL OPERATE THERAPEUTIC AND ALTERNATIVE SCHOOLS  
UNDER CONTRACTS WITH SCHOOL DISTRICTS. FUNDS TO OPERATE THE  
SCHOOL WILL BE RECEIVED FROM THE SCHOOL DISTRICTS.

**Article IV**

The manner in which directors are elected or appointed is:

AS PROVIDED FOR IN THE BYLAWS.

**Article V**

The name and Florida street address of the registered agent is:

BARRY L COHEN  
8177 GLADES ROAD  
217  
BOCA RATON, FL. 33434

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: BARRY L. COHEN

### **Article VI**

The name and address of the incorporator is:

BARRY L. COHEN  
8177 GLADES ROAD  
217  
BOCA RATON, FL 33434

Incorporator Signature: BARRY L. COHEN

### **Article VII**

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P  
ERIC A CARLTON  
8177 GLADES ROAD, STE 217  
BOCA RATON, FL. 33434

Title: VP  
BARRY L COHEN  
8177 GLADES ROAD, STE 217  
BOCA RATON, FL. 33434

Title: VP  
SIDNEY B YELDELL  
8177 GLADES ROAD, STE 217  
BOCA RATON, FL. 33434

### **Article VIII**

The effective date for this corporation shall be:

07/15/2010