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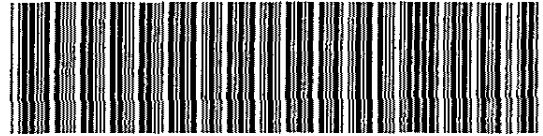☐ PICK-UP   ☐ WAIT   ☐ MAIL

_____
(Business Entity Name)

_____
(Document Number)

Certified Copies _____   Certificates of Status _____

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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: _____ COZMO THE SCHOOL, INC. _____

(PROPOSED CORPORATE NAME – **MUST INCLUDE SUFFIX**)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

❏ $70.00	❏ $78.75	❏ $78.75	☑ $87.50
Filing Fee	Filing Fee	Filing Fee	Filing Fee,
	& Certificate of Status	& Certified Copy	Certified Copy
			& Certificate of
			Status
		ADDITIONAL COPY REQUIRED	

FROM: _____ Mark E. Adamczyk _____

Name (Printed or typed)

2700 Cypress Trace Circle #3129

Address

Naples, Florida 34119

City, State & Zip

(770) 712-1981

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

COZMO THE SCHOOL, INC.

The Articles of Incorporation of Cozmo the School, Inc. are as follows:

I.

The name of the corporation is Cozmo the School, Inc. (the "Corporation").

II.

The mailing address of the initial principal office of the Corporation is 9230 Brookwood Court, Bonita Springs, Florida 34135.

III.

The purpose of the Corporation is to engage in any form or type of business for any lawful purpose or purposes not specifically prohibited to corporations for profit under the laws of the State of Florida and to have all the rights, powers, privileges and immunities which are now or hereafter may be allowed to corporations under the laws of the State of Florida.

IV.

The number of shares the Corporation is authorized to issue is 1,000 shares of no par value capital stock, all of which shall be designated "Common Stock." The shares of Common Stock shall have unlimited voting rights and shall be entitled to receive all of the net assets of the Corporation upon liquidation or dissolution.

V.

The initial Board of Directors shall consist of four (4) members whose name and corresponding address is as follows:

Kyle Adamczyk
President/Chief Designated Administrator
7935 Airport Pulling Road N., Suite 8
Naples, Florida 34109

John M. Adamczyk
Vice President/Chief Financial Officer
7935 Airport Pulling Road N., Suite 8
Naples, Florida 34109

Pamela J. Adamczyk
Vice President/Chief Operating Officer
2700 Cypress Trace Circle #3129
Naples, Florida 34119

Mark E. Adamczyk
Vice President/General Counsel
2700 Cypress Trace Circle #3129
Naples, Florida 34119

VI.

The initial registered office of the Corporation is 9230 Brookwood Court, Bonita Springs, Florida 34135. The initial registered agent of the Corporation is Pamela J. Adamczyk.

VII.

The name and address of the sole incorporator is Mark E. Adamczyk, 2700 Cypress Trace Circle #3129, Naples, Florida 34119.

VIII.

To the fullest extent that the Florida Business Corporation Act, as it exists on the date hereof or as it may hereafter be amended, permits the liquidation or elimination of the liability of directors, no director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of duty of care or other duty as a director. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this __16 th__ day of November, 2004.

Mark E. Adamczyk

Mark E. Adamczyk, Incorporator

****

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

_____   _____
Signature/Registered Agent   11/16/04
                                                                                          Date

_____   _____
Signature/Incorporator   11/16/04
                                                                                          Date