

F04060000 4033

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

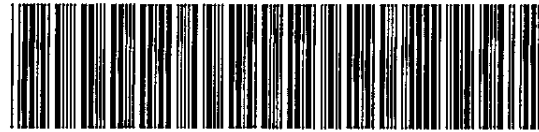
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500039050105

07/15/04 14:01:01 14:01 1223.75

RECEIVED  
07/15/04 14:01:01  
TALLAHASSEE, FLORIDA

FILED  
04 JUL 15 AM 8:48  
TALLAHASSEE, FLORIDA

CT CORPORATION

July 15, 2004

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

Re: Order #: 6147670 SO  
Customer Reference 1: none  
Customer Reference 2: given

Dear Department of State, Florida:

Please file the attached:

Iowa College Acquisiton Corporation (DE)  
Qualification  
Florida

Iowa College Acquisiton Corporation (DE)  
Certificate of Status/Authorization-Foreign  
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.

Thanks !

Connie

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

A WoltersKluwer Company

FILED  
04 JUL 15 AM 8:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

70.00 CF  
8.75 Cert  
1150.00 ADM

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Iowa College Acquisition Corp.  
(Name of corporation - must include suffix)

**FILED**  
04 JUL 15 AM 8:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

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:

\_\_\_\_\_  
(Name of Person)

\_\_\_\_\_  
(Firm/Company)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State and Zip code)

For further information concerning this matter, please call:

\_\_\_\_\_ at (\_\_\_\_\_) \_\_\_\_\_  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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

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.

FILED  
04 JUL 15 AM 8:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Iowa College Acquisition Corp.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 37-1377789

(State or country under the law of which it is incorporated)

(FEI number, if applicable)

4. October 19, 1998 5. perpetual

(Date of incorporation)

(Duration: Year corp. will cease to exist or "perpetual")

6. March 7, 2003

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1400 Hembree Road, Suite 2500, Roswell, GA 30076

(Principal office address)

6409 Congress Avenue - Suite 100, Boca Raton, FL 33487

(Current mailing address)

8. Provider of educational services.

(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324  
(City) (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.*

C T Corporation System

By:

Connie Bryan  
(Registered agent's signature)

CONNIE BRYAN  
SPECIAL ASSISTANT SECRETARY

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.

12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: see attached

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

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.   
(Signature of Director or Officer listed in number 12 of the application)

14. Johan de Muinck Keizer, Assistant Secretary  
(Typed or printed name and capacity of person signing application)

## **IOWA COLLEGE ACQUISITION CORP.**

### **DIRECTORS**

Jonathan N. Grayer  
Gary Kerber  
Ross Hamachek

888 Seventh Avenue, New York, NY 10106  
1400 Hembree Road, Suite 100, Roswell, GA 30076  
888 Seventh Avenue, New York, NY 10106

### **OFFICERS**

Gary D. Kerber  
Andrew S. Rosen  
Vince Pisano  
Gerald Kosentos  
Matthew C. Seelye  
Veronica Dillon  
Ross Hamachek  
Robert L. Lane  
Jeffrey L. Elie  
Harold O. Levy  
Johan de Muinck Keizer

President	1400 Hembree Rd, Ste 100, Roswell, GA 30076
Vice President	888 Seventh Avenue, New York, NY 10106
Vice President	1400 Hembree Rd, Ste 100, Roswell, GA 30076
Vice President	1400 Hembree Rd, Ste 100, Roswell, GA 30076
VP & Treasurer	1400 Hembree Rd, Ste 100, Roswell, GA 30076
Vice President	888 Seventh Avenue, New York, NY 10106
Vice President	888 Seventh Avenue, New York, NY 10106
VP & Asst Treasurer	888 Seventh Avenue, New York, NY 10106
VP - Real Estate	888 Seventh Avenue, New York, NY 10106
VP & Secretary	888 Seventh Avenue, New York, NY 10106
Assistant Secretary	888 Seventh Avenue, New York, NY 10106

# Delaware

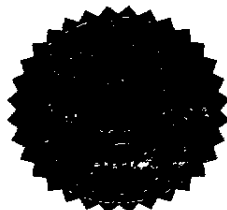
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IOWA COLLEGE ACQUISITION CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF JULY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



2957084 8300

040515549

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3231982

DATE: 07-14-04