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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

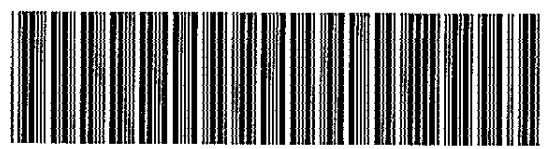
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

06 APR -6 PM 3:15

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Synergistic Educational Environments, Inc.
(Name of corporation - must include suffix)

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:

Jacqueline S. Price
(Name of Person)

Synergistic Educational Environments, Inc.
(Firm/Company)

W03 - 55747

1050 Riverside Avenue
(Address)

Jacksonville, FL 32204
(City/State and Zip code)

For further information concerning this matter, please call:

Jacqueline S. Price at (904) 477-0375
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 20, 2005

JACQUELINE S. PRICE
SYNERGISTIC EDUCATIONAL ENVIRONMENTS, IN
1050 RIVERSIDE AVENUE
JACKSONVILLE, FL 32204

SUBJECT: SYNERGISTIC EDUCATIONAL ENVIRONMENTS, INC.
Ref. Number: W05000055747

We have received your document for SYNERGISTIC EDUCATIONAL ENVIRONMENTS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 305A000728

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**SYNERGISTIC EDUCATIONAL
ENVIRONMENTS, INC.**

4745 Sutton Park Court, Suite 602
Jacksonville, FL 32224

April 4, 2006

Mr. Lee Rivers
Document Specialist
Florida Department of Revenue
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

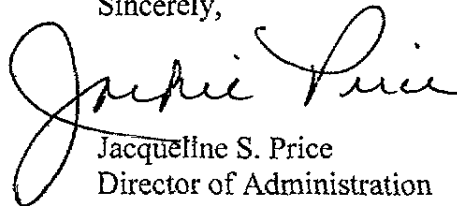
RE: Ref. #W05000055747

Dear Mr. Rivers:

Per our telephone conversation today, enclosed please find our Certificate of Good Standing for the State of Delaware.

Please let me know if you need any further information to register our company as a Foreign Corporation. I can be reached at (904) 821-9733.

Sincerely,


Jacqueline S. Price
Director of Administration

/jsp

Enclosures

06 APR -6 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**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.*

1. Synergistic Educational Environments, Inc.
(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. 20-3845054
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 2, 2005 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. No business transacted as of this date.
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1050 Riverside Avenue
(Principal office address)

1050 Riverside Avenue
(Current mailing address)

8. Construction of modular classrooms.
(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 NOT acceptable)

Name: Ray Mantle

Office Address: 1050 Riverside Avenue

Jacksonville, Florida 32204
(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.

Ray A Mantle
(Registered agent's signature)

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TALLAHASSEE, FLORIDA
STATE

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: L. Joe Scallan

Address: 105 Melrose Place
Ponte Vedra Beach, FL 32082

Vice Chairman: David Harper

Address: 201 Alhambra Circle, Suite 900
Coral Gables, FL 33134

Director: Bobby Raulerson

Address: 993 Shipwatch Drive
Jacksonville, FL 32225

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

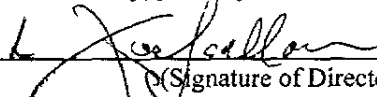
Address: _____

Treasurer: _____

Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. L. Joe Scallan, Chairman
(Typed or printed name and capacity of person signing application)

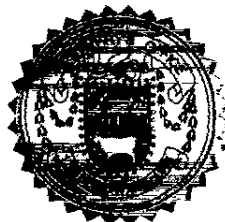
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SYNERGISTIC EDUCATIONAL ENVIRONMENTS, INC." 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 TWENTY-FOURTH DAY OF MARCH, A.D. 2006.

FILED
06 APR -6 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

4054841 8300

AUTHENTICATION: 4616201

060218540

DATE: 03-24-06