



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 5, 2007

MICHAEL BROKHIM
11835 W. OLYMPIC BLVD., SUITE 980E
LOS ANGELES, CA 90064

SUBJECT: THE ACADEMIC ADVANTAGE, INC.
Ref. Number: W07000016632

FILED
2007 APR 25 A 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for THE ACADEMIC ADVANTAGE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with 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) 245-6995.

Wanda Cunningham
Document Specialist
New Filing Section

Letter Number: 907A00023079

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: The Academic Advantage, Inc.
(Name of corporation - must include suffix)

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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:

Michael Brok him
(Name of Person)
The Academic Advantage
(Firm/Company)
11835 W. Olympic Blvd., Suite 980 E
(Address)
Los Angeles, CA 90064
(City/State and Zip code)

For further information concerning this matter, please call:

Michael Brok him at (310) 473-0404
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

New Filing 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.

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

Academic Advantage In-Home Tutoring, INC.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. California 3. 68-0544146
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 4-20-2003 5. "perpetual"
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6.
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 11835 W. Olympic Blvd., Suite 980E, L.A., CA 90064
(Principal office address)

11835 W. Olympic Blvd., Suite 980E, L.A., CA 90064
(Current mailing address)

8. To offer tutorial or other enrichment activities for children
(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: Registered Agents Legal Services,

Office Address: 155 Office Plaza Dr., Suite A

Tallahassee, Florida 32301
(City) (Zip code)

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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.

[Handwritten signature of Michael W. Ashcey]

MICHAEL W. ASHCEY

(Registered agent's signature)

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: Mark Brokhim

Address: 11835 W. Olympic Blvd., Suite 980 E, L.A., CA 90064

Vice President: _____

Address: _____


Secretary: Michael Brokhim

Address: 11835 W. Olympic Blvd., Suite 980 E, L.A., CA 90064

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. Michael Brokhim, Secretary and CFO
(Typed or printed name and capacity of person signing application)

**State of California
Secretary of State**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That on the **22ND** day of **JANUARY, 2003**, **THE ACADEMIC ADVANTAGE, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great Seal
of the State of California this day of
March 29, 2007.



Debra Bowen

DEBRA BOWEN
Secretary of State

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