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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

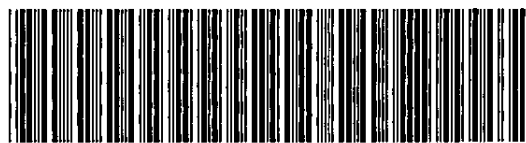
(Business Entity Name)

(Document Number)

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

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TALLAHASSEE, FLORIDA

MRS  
2/13/12

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** HIGH SCHOOL Publishing Company, 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:

JAMES HAGEDORN  
(Name of Person)  
High School Publishing Company INC  
(Firm/Company)  
513 JACOBI TERRACE  
(Address)  
ROCKHILL MD 20850  
(City/State and Zip code)

For further information concerning this matter, please call:

JAMES HAGEDORN at ( 301 ) 704-8627  
(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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 23, 2012

JAMES HAGEDORN  
HIGHERSCHOOL PUBLISHING  
513 JACALA TERRACE  
ROCKVILLE, MD 20850

SUBJECT: HIGHERSCHOOL PUBLISHING INCORPORATED  
Ref. Number: W12000004104

We have received your document for HIGHERSCHOOL PUBLISHING INCORPORATED 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 listed in number one of the application must be identical to the name listed in the certificate of existence.

A brief description of the entity's nature of business must be included in the document.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap  
Regulatory Specialist II

Letter Number: 612A00001560

James Hagedorn  
513 Jacala Terrace  
Rockville, MD 20850  
January 30, 2012

12 FEB -9 AM 9:40

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

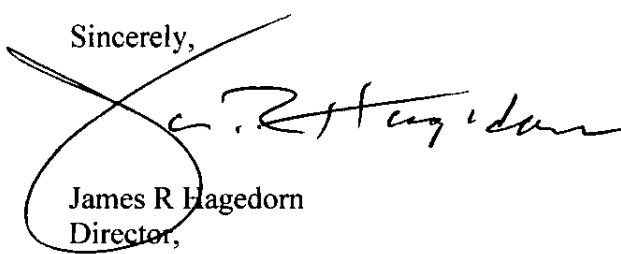
Ruby Dunlop  
Regulatory Specialist II  
Florida Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314  
Letter Number: 612A00001560

Dear Ms. Dunlop:

Enclosed please find a corrected Application By Foreign Corporation. The names on the application and on the Certificate of Authentication now match. Per your request, I have also included a brief description of the nature of HigherSchool Publishing Companies business.

Please let me know if there are any other questions. I can be reached at 301-704-8627.

Sincerely,



James R Hagedorn  
Director,  
HigherSchool Publishing Company  
301-704-8627

**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. HIGHWATER School Publishing Company  
(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. ILLINOIS 3. 03-041311  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 17, 2002 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. 3125 CATILINA LANE, ANNAPOLIS, MD 21403  
(Principal office address)

\_\_\_\_\_  
(Current mailing address)

8. \_\_\_\_\_  
(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)

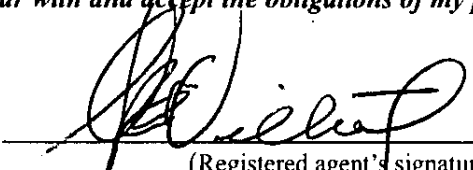
Name: George S VILLAZOT

Office Address: 1890 TARPAW LANE Suite 303  
VERO BEACH, Florida 32960  
(City) (Zip code)

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TALLAHASSEE, FLORIDA

**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.*

  
(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:

## Nature of Business Provide by HigherSchool

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Since 2005 HigherSchool has provided students with a blended program of supplemental instruction in Reading, Language Arts, and Math. We have worked with students from PreK up to grade 12. This blended program combines an individualized, online program with an instructor led group of no more than 10 students. Both components are research-based and were designed to reinforce each other with the common goal of student improvement.

First students receive an initial assessment (pretest) to determine actual grade level understanding as defined by state standards and to identify specific skill gaps in Reading and Math. These results are automatically scored, then measured against relevant state standards and sub-standards by grade. Based on the outcome, students are then assigned lesson modules designed to explain the core idea in a readily understandable format. As a student completes each lesson module a series of questions are provided to insure the students has a thorough understanding of the lesson. If the student fails to achieve a score of 80% or better then they must complete a similar module focused around the same concept but with a more in-depth explanation. This process continues until the student masters the lesson, as determined by the score attained at the conclusion of the lesson, or we identify this student as in need of additional remediation with the on-site instructor.

Student instruction is usually divided equally between online and instructor-led groups. The online portion of the blended program insures that student instruction is differentiated by ability allowing each student to progress at their own pace, while group instruction will reinforce the online portion with the use of workbooks and manipulatives. The group will also work collaboratively to work through problems

The assessments (pre and post), the online curriculum, and the print materials originate from the same content provider to insure synergy exists throughout the instructional program, that all curriculum is aligned to state standards and that instruction is reinforced throughout. This instructional strategy has allowed us to create the most effective supplemental instructional program in each jurisdiction in which we provide service.

Though the following eight strategies were developed with schools in mind we intend to implement them during our expanded learning program for low achieving and low performing students

1. Making every minute count or maximizing added time;
2. Prioritizing increased hours that are tailored to the school and their students;
3. Individualizing the added time for each student based on diverse needs;
4. Building a positive school culture of high expectations and mutual accountability;
5. Providing new experiences for students that make their education more well-rounded;
6. Preparing students for the future by encouraging college readiness and career goals;
7. Strengthening instruction by providing increased time for teacher professional development; and

Evaluating how well goals are met by assessing and analyzing data

Our programs for Extended Learning will focus around the following 21st Century Skills and incorporate specific objectives designed to promote creativity and innovation:

- Individual and Social Creativity
- Helping students discover their unique gifts and strengths
- Learning to work smarter, and not harder
- Addressing the needs of the whole child
- Understanding the change process

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TALLAHASSEE, FLORIDA

**A. DIRECTORS**

Chairman:

DAVID IRVING

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Address:

3125 CATRINA LANE

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ANNAPOLIS, MD 21403

Vice Chairman:

TOVE IRVING

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Address:

3125 CATRINA LANE

ANNAPOLIS, MD. 21403

Director:

Address:

Director:

Address:

**B. OFFICERS**

President:

DAVID IRVING

Address:

3125 CATRINA LANE

ANNAPOLIS, MD 21403

Vice President:

Address:

Secretary:

Address:

Treasurer:

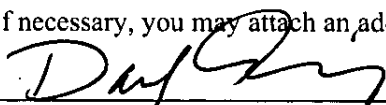
TOVE IRVING

Address:

3125 CATRINA LANE, ANNAPOLIS, MD 21403

**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.

DAVID IRVING

Chief Executive Officer

(Typed or printed name and capacity of person signing application)

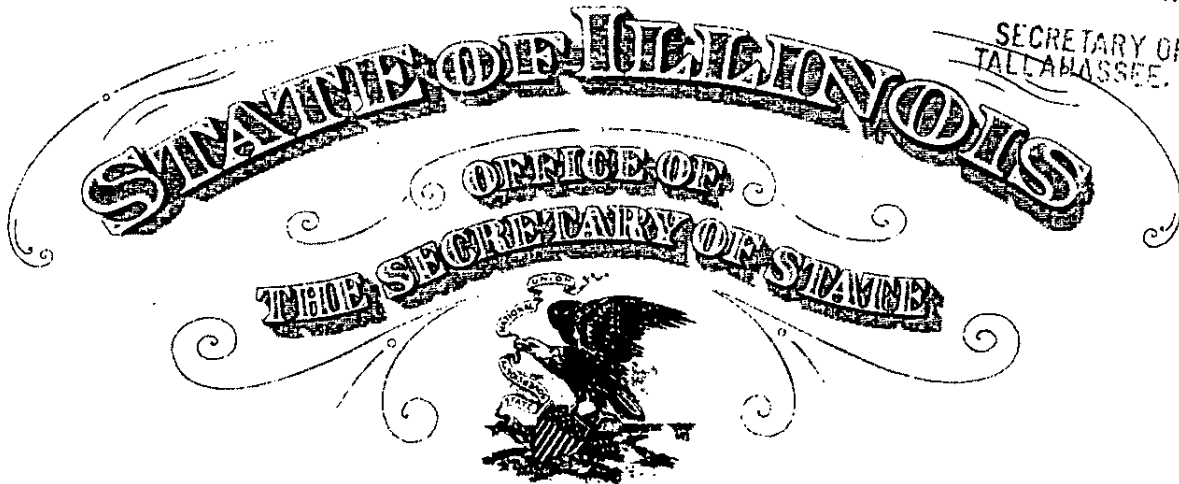


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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*To all to whom these Presents Shall Come, Greeting:*

*I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that*

HIGHERSCHOOL PUBLISHING COMPANY, A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE ON APRIL 17, 2002, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS.



*In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 21ST day of DECEMBER A.D. 2011*

*Jesse White*

Authentication #: 1135503030

Authenticate at: <http://www.cyberdriveillinois.com>

SECRETARY OF STATE