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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Innovative Learning Solutions LLC

Certificate of Status	1
Certified Copy	0
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J. BRYAN JUN 22 2004

ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is: **Innovative Learning Solutions LLC**

ARTICLE II - Address

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:Mailing Address:

9940 River Run Circle, South

9940 River Run Circle, South

Miramar, FL 33025

Miramar, FL 33025

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CLERK OF CIRCUIT COURT
TALLAHASSEE, FLORIDA

ARTICLE III - Registered Agent, Registered Office & Registered Agent's Signature

The name and Florida street address of the registered agent are:

Glenda C. Butler

Name

9940 River Run Circle, South

(P.O. Box or Mail Drop Box NOT Acceptable)

Miramar, FL 33025

(City / State / Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


Registered Agent's Signature - Glenda C. Butler

ARTICLE IV - Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:MGRMGlenda C. Butler- 9940 River Run Circle, South, Miramar, FL 33025MGRMRonald D. Butler- P.O. Box 277742, Miramar, FL 33024

(Use attachment if necessary)

REQUIRED SIGNATURE:

Glenda C. Butler
 Signature of a member or authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Glenda C. Butler

Typed or printed name of signee

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 TALLAHASSEE, FLORIDA