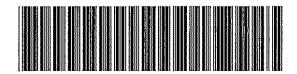
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SECRETARY L'STATE JALLAHASSEE FLORIDA

RECEIVED



ACCOUNT NO. : 072100000032

REFERENCE: 564897 7453550

AUTHORIZATION:

COST LIMIT: \$ PREPAID

ORDER DATE: August 26, 2005

ORDER TIME : 11:53 AM

ORDER NO. : 564897-010

CUSTOMER NO: 7453550

CUSTOMER: Mr. Dennis W. Bakke

Imagine Schools

Suite 610

1005 North Glebe Road Arlington, VA 22201

DOMESTIC FILING

NAME: IMAGINE-EAST LAKE COUNTY, LLC

EFFECTIVE DATE:

<u> </u>	ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION	
PLEASE	RETURN THE FOLLOWING AS PROOF OF FILING:	
<u> </u>	CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING	

CONTACT PERSON: Darlene Ward - EXT. 2935

EXAMINER'S INITIALS:

ARTICLES OF ORGANIZATION

OF

IMAGINE - EAST LAKE COUNTY, LLC

SECHMASSEE FLY Pursuant to Section 608.407 of the Florida Statutes, the undersigned sets forth the following:

- 1. Name. The name of the Limited Liability Company is Imagine - East Lake County, LLC (hereinafter the "LLC").
- 2. Purpose. The purpose for which the LLC is organized is to establish and operate a public charter school in Florida to serve educational and charitable purposes and qualify for derivative exempt status as a disregarded entity within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or a related section of a successor statute (the "Code") by virtue of its relationship with its single member Imagine Schools Non-Profit, Inc., a Virginia nonstock corporation (the "Member"). The LLC shall also qualify through its exempt status relationship derived from its Member as an educational organization for purposes of receiving deductible gifts and grants within the meaning of Section 170(b)(1)(A)(ii) of the Code, and to engage in any lawful act or activity for which limited liability companies may be organized under Florida law.
- Address. The mailing address and the street address of the principal office of the LLC is 3250 Mary Street, Suite 202, Coconut Grove, FL 33133.
- Resident Agent. The name of the resident agent of the LLC is Corporation Service Company , a Florida Corporation, whose address is 1201 Hays Street, Tallahassee, FL 32301.
- Amendments or Restatements. Any amendment or restatement of these Articles of Organization, and any Operating Agreement, shall be in writing and shall not be effective unless and until approved in writing by the Member. No oral representations by the Member shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, these Articles and any written operating agreement of the LLC.

Dennis W. Bakke

Director

Imagine Schools Non-Profit, Inc.

(Single Member of Imagine – East Lake County, LLC)

Laura R. Dunlap

Resident Agent

as its agent

Imagine - East Lake County, LLC

Filing Party's Return Address:

Dennis W. Bakke

Imagine - East Lake County, LLC

3250 Mary Street

Suite 202

Coconut Grove, FL 33133