

Division of Corporations

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Florida Department of State

Division of Corporations

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FLORIDA/FOREIGN LIMITED LIABILITY CO.**PHELPS EDUCATION WEST III, LLC**

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**ARTICLES OF ORGANIZATION
OF
PHELPS EDUCATION WEST III, LLC**

ARTICLE I - NAME

The name of this limited liability company is PHELPS EDUCATION WEST III, LLC
(the "Company").

ARTICLE II - PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company is 3300
University Boulevard, Suite 218, Winter Park, Florida 32792.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 215 North Eola Drive,
Orlando, Florida 32801 and the name of the initial registered agent of the Company at that
address is James F. Heckin, Jr.


Signature of a Member or an Authorized
Representative of a Member

James F. Heckin, Jr.
Typed or Printed Name of Signer

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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above
stated limited liability company at the place designated above, the undersigned hereby accepts
the appointment as registered agent and agrees to act in such capacity. The undersigned further
agrees to comply with the provisions of all statutes relating to the proper and complete
performance of his duties, and represents that he is familiar with, and accepts the obligations of,
his position as registered agent as provided for in Chapter 608, Florida Statutes.


James F. Heckin, Jr.