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(Requestor's Name)

(Address)

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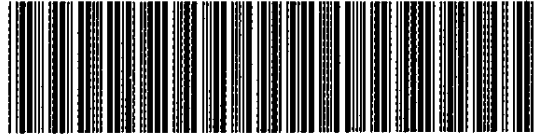
(Business Entity Name)

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08 JUL 28 AM 8:35
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 663581 7453550

AUTHORIZATION :

COST LIMIT : \$ 155.00

ORDER DATE : July 28, 2008

ORDER TIME : 11:56 AM

ORDER NO. : 663581-030

CUSTOMER NO: 7453550

08 JUL 28 AM 8:35
FILED
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: IMAGINE - WEST, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 2933

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION

OF

IMAGINE – WEST, LLC

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TALLAHASSEE, FLORIDA

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 – West, 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.

3. 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.

4. Registered Agent. The name of the registered agent of the LLC is Corporation Service Company, a Delaware Corporation, whose address is 1201 Hays Street, Tallahassee, FL 32301.

5. 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.

Eileen H. Bakke
Eileen H. Bakke
Secretary
Imagine Schools Non-Profit, Inc.
(Single Member of Imagine – West, LLC)

Jeanine Reynolds
as its agent
Corporation Service Company
Registered Agent
Imagine – West, LLC

Filing Party's Return Address:

Eileen H. Bakke
Imagine – West, LLC
3250 Mary Street
Suite 202
Coconut Grove, FL 33133