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Division of Corporations

CARLTON FIELD CPA

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FLORIDA LIMITED LIABILITY CO.
LSF Charter Schools, LLC

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**ARTICLES OF ORGANIZATION
OF
LSF CHARTER SCHOOLS, LLC**

The undersigned, as the organizing member of a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company (the "Company"):

ARTICLE I

Name

The name of the Company is LSF Charter Schools, LLC.

ARTICLE II

Initial Principal Office Street and Mailing Address

The Company's initial principal office street address and mailing address is 3627A West Waters Avenue, Tampa, FL 33614.

ARTICLE III

Initial Registered Agent and Office

The street address of its initial registered office of the Company is 100 S. Ashley Dr., Suite 400, Tampa, FL 33602, and the name of its initial registered agent at that address is CFRA, LLC.

ARTICLE IV

Organizing Member

The name and address of the sole managing member is:

Name

Address

Lutheran Services Florida, Inc.

3627A West Waters Avenue
Tampa, FL 33614

ARTICLE V

Purpose

The Company is organized and shall be operated exclusively for charitable and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The Company shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation.

ARTICLE VI
Dissolution

Upon a dissolution of the Company, the residual assets of the Company will be turned over to one or more organizations which are exempt as organizations described in Sections 501(c)(3) and 170 (c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purpose.

Dated this 14th day of February 2012.

Organizing Member:

Lutheran Services Florida, Inc.,
a Florida not for profit corporation

By: 

Name: Sam Sipes

Title: President, C.E.O. Lutheran Services Florida, Inc.

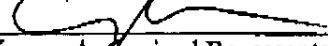
ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the duties and obligations of its position as registered agent.

Dated this 14th day of February 2012

REGISTERED AGENT:

CFRA, LLC

By: 
Cristin Keane, Authorized Representative