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FLORIDA/FOREIGN LIMITED LIABILITY CO.

PALM BEACH COLLEGIATE PREP SCHOOLS LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: 1 PALM BEACH COLLEGIATE PREP SCHOOLS LLC (Name of Foreign Limited Liability Company) 2 Delaware (Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable) 5. Perpetual 8/18/05 (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") upon qualification (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) 3000 W. Cypress Creek Road, Fort Lauderdale, FL 33309 (Street Address of Principal Office) 8. If limited liability company is a manager-managed company, check here 9. The name and usual business addresses of the managing members or managers are as follows: Palm Beach Collegiate Prep LLC - MCRM 3000 W. Cypress Creek Road Fort Lauderdale, FL 33309 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: Anything lawful under the laws of the State of Florida. Signature of a member or an authorized representative of a member. (in accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.) Stacy L. Gordon, Esq. Vice President

Typed or printed name of signee

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608-415 or 608-507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

PACH SEASH COLLEGIATE PREP SCHOOLS LLC			
The name and the Florida street address of the registered agent and office are:			
	Corporation Sérvice Company		
		(Name)	
	1201, Hays Street	Brown Skin Birth	
,	Florida S	treet Address (P.O. Box NOT ACCEPTABLE)	
	Tállahassée	FJ. 32301	
'		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 cartificate, I hereby accept the appointment as registered agent and agree to ext 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 familian with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

(Signature

\$ 100.00 Filing Fee for Application

5 25.00 Designation of Registered Agent

\$ 30:00 Certified Copy (optional)

5 5.00 Certificate of Status (optional)

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PALM BEACH COLLEGIATE PREP SCHOOLS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF DECEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PALM BEACH COLLEGIATE PREP SCHOOLS LLC" WAS FORMED ON THE EIGHTEENTH DAY OF AUGUST, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

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Truet Smula Hindson
Hardet Smith Windsor, Secretary of State

AUTHENTICATION: 5280384

DATE: 12-14-06

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