

MI000001102

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

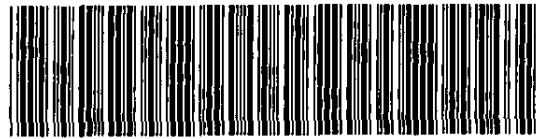
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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03/09/10--01021--020 **125.00

FILED
10 MAR -9 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BRUCE

MAR 10 2010

EXAMINER

Knowledge Learning Corporation®

Where Lifetime Learning Begins®

Rachel Broughton
Intellectual Property/Corporate Paralegal II
Corporate & Regulatory Affairs

Knowledge Learning Corporation •
650 NE Holladay Street, Suite 1400
Portland, OR 97232
(503) 736-6961 - direct
(503) 872-16-91 - facsimile
rbroughton@klcorp.com

March 8, 2010

SENT VIA UPS OVERNIGHT DELIVERY

Florida Secretary of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
10 MAR -9 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: KLC School Partnerships LLC – Application for Authorization to Transact Business in Florida

Dear Sir/Madam:

Enclosed for filing with your office are an original and one copy of the following:

- 1) Application for Authorization to Transact Business in Florida for KLC School Partnerships LLC;
- 2) Certificate of Good Standing issued from the state of Delaware for KLC School Partnerships LLC; and
- 3) A check in the amount of \$125.00 to cover the filing fees associated with the application.

Once the application has been filed, please forward the filed-stamped copy along with the certificate of authorization to the following:

KLC School Partnerships LLC
c/o Knowledge Learning Corporation
Attn: Rachel Broughton
650 NE Holladay Street, Suite 1400
Portland, OR 97232

Should you have any questions regarding the application or the instructions contained herein, please do not hesitate to contact me directly at (503) 736-6961.

Best Regards,



Rachel Broughton,
Intellectual Property/Corporate Paralegal II

/rb
Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: KLC School Partnerships LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Rachel Broughton
(Name of Person)

KLC School Partnerships LLC c/o Knowledge Learning Corporation
(Firm/Company)

650 NE Holladay Street, Suite 1400
(Address)

Portland, OR 97232
(City/State and Zip Code)

For further information concerning this matter, please call:

Rachel Broughton at (503) 736.6961
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
10 MAR -9 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. KLC School Partnerships LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 20-2281970

(FEI number, if applicable)

4. April 5, 2004

(Date of Organization)

5. Perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6.

(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 650 NE Holladay Street, Suite 1400

Portland, OR 97232

(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:

Knowledge Learning Corporation, sole member 650 NE Holladay Street, Suite 1400, Portland, OR 97232

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: Educational Services

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.)

Rene Gonzalez, Assistant Corporate Secretary

Typed or printed name of signee

FILED
10 MAR -9 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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.

1. The name of the Limited Liability Company is:

KLC School Partnerships LLC

If name unavailable, the alternate name to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

CT Corporation System

(Name)

1200 South Pine Island Road

Florida Street Address (P.O. Box NOT ACCEPTABLE)

Plantation

33324

FL

City/State/Zip

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 MAR -9 AM 11:04

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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 certificate, I hereby accept the appointment as registered agent and agree to act 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 familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.



(Signature)

Cameron Cullen, Assistant Secretary

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

Delaware

PAGE 1

The First State

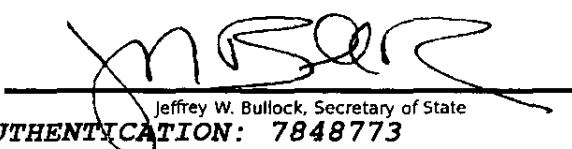
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KLC SCHOOL PARTNERSHIPS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF MARCH, A.D. 2010.



3786111 8300

100245665

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7848773

DATE: 03-04-10