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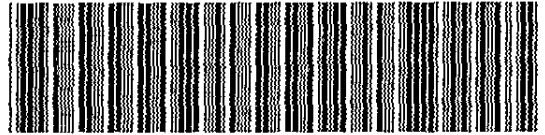
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Charter Military Schools

File 229

Signature _____

Requested by: HW

10/13

Name _____

Date _____

Time _____

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- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- ☒ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
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- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

Burt L. Bershon
660 Golden Gate Point, #31
Sarasota, Florida 34236
(941) 953-2878

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

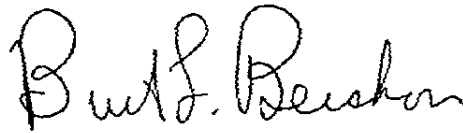
SUBJECT: Dissolution of Charter Military Schools Development Corporation, a for
profit Florida Corporation

Dear Reader,

This letter is to inform you that as the sole incorporator of Charter Military Schools Development Corporation as a Florida for profit corporation, I have filed Articles of Dissolution and have no intention of revoking those Articles as allowed by statute within the next 120 days. This letter is given to allow me to utilize the corporate name in filing Articles of Incorporation under the same name as a *not for profit* Florida corporation

If you have any questions or require any additional information, please contact me at your convenience.

Very truly yours,

A handwritten signature in cursive script that reads "Burt L. Bershon".

Burt L. Bershon

ARTICLES OF INCORPORATION OF
CHARTER MILITARY SCHOOLS DEVELOPMENT CORPORATION

The undersigned incorporator, acting as incorporator of a corporation desiring to form a not for profit corporation under the provisions of Chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME OF CORPORATION

The name of this Not for Profit corporation is:
Charter Military Schools Development Corporation

ARTICLE II - CORPORATE EXISTENCE

The period of duration of this corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon the filing of the Articles of Incorporation by the Department of State of Florida.

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt organizations described in Section 510(c)(3) of the Internal Revenue Code or corresponding sections of any prior or future Internal revenue Code, or to the Federal, State or local government for exclusive public purpose(s).

ARTICLE III - PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this corporation shall

1133 Fourth Street
Sarasota, Florida 34236

ARTICLE IV - EDUCATIONAL CHARITABLE PURPOSE

The corporation is established as a not for profit corporation for the purpose of the development and creation of public military schools, both charter and "public" structured.

The corporation is organized only for charitable, religious, educational and scientific purposes as defined in Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, including distributions to organizations that qualify as exempt under that Section 501 (c)(3) and specifically for the purpose of the development and creation of public military schools. Regardless of other provisions of these Articles of Incorporation, the corporation shall not carry on any activities not permitted for a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended. The Corporation shall not directly or indirectly perform any act or transact any business that will jeopardize the tax exempt status of the Corporation provided under the not for profit corporation laws of the State of Florida and

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any Internal Revenue laws, including the tax exempt status of a corporation under Section 510(c)(3) of the Internal Revenue Code and its regulations as any of these laws and regulations may exist or any thereafter be amended. No part of the assets or net earnings of the Corporation, current or accumulated, shall be distributed to, or inure to the benefit of the corporation's members, directors, officers or to any private individual, except to the extent permitted under Section 501(d)(3) including the payment of reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. The Corporation shall not take steps which will serve to facilitate the transaction of specific business by its members nor will promote the private interest of any member, officer or director of the Corporation nor engage in any activities which would constitute a regular business of kind ordinarily carried on for profit.

No substantial part of the activities of the Corporation shall be to carry on propaganda or attempt to influence legislation, nor shall the Corporation participate in any political campaign for any candidate for public office, including the publication or distribution of statements.

ARTICLE V - MEMBERS

The corporation shall not have members.

ARTICLE VI - DIRECTORS

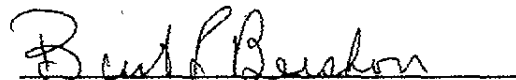
The business affairs of this not for profit corporation shall be managed by a board of directors of no less than three (3) persons and no more than fifteen (15) persons. The number of Directors and the term of office and manner of election will be as provided in the corporation's Bylaws.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this Corporation is:

Burt L. Bershon
660 Golden Gate Point, #31
Sarasota, Florida 34236

The undersigned has executed these Articles of Incorporation on this 10th day of October, 2003.


Burt L. Bershon, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: CHARTER MILITARY SCHOOLS DEVELOPMENT CORPORATION

2. The name and address of the registered agent and office is:

Kenneth E. Hoffmann

(NAME)

1133 Fourth Street

(P.O. BOX NOT ACCEPTABLE)

Sarasota, Florida 34236

(CITY/STATE/ZIP)

SIGNATURE _____

Burt L. Bershon

TITLE Incorporator/ President

DATE: October 10, 2003

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.

SIGNATURE _____

Kenneth E. Hoffman

DATE: October 10, 2003

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