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From:

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FLORIDA NON-PROFIT CORPORATION

Closing The Gap School, Inc.

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ARTICLES OF INCORPORATION OF
CLOSING THE GAP SCHOOL, INC.

ARTICLE 1. - NAME

The name of this corporation is **CLOSING THE GAP SCHOOL, INC.**

ARTICLE 2. - PRINCIPAL OFFICE; MAILING ADDRESS

The principal office of the corporation is initially **5989 Approach Road, Sarasota, FL 34238** and the mailing address of the corporation is initially **5989 Approach Road, Sarasota, FL 34238**. The corporation may change its principal office and/or mailing address from time to time as permitted by law.

ARTICLE 3. - PURPOSE

This corporation is organized for the purpose of forming a not for profit corporation under the Florida Not for Profit Corporation Act to provide and maintain and conduct activities and programs related to the not for profit purposes of the corporation; and to acquire by gift, legacy, bequest, purchase, or lease; hold and manage; and/or mortgage, sell, convey, or otherwise dispose of real estate and personal property in any lawful manner that may seem proper and best to provide and maintain such; and any related religious, charitable, scientific, literary and/or educational purposes.

ARTICLE 4. - MEMBERS

The corporation shall not have members. The Board of Directors shall manage the corporation.

ARTICLE 5. - LIQUIDATION AND DISSOLUTION

This corporation will not have or issue shares of stock. No dividends will be paid, and no part of the income of this corporation will be distributed to its members, directors or officers. However, the corporation may pay compensation in a reasonable amount to members, officers or directors for services rendered. The property of this corporation is irrevocably dedicated to not for profit purposes and no part of the net earnings or assets of this Corporation shall inure to the benefit of a director, officer, or member of the Corporation or any private individual. No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office. The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and/or educational within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States tax code) or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or the corresponding provision of any future United States tax code). Upon the winding up and dissolution of this corporation, after paying or adequately providing for debts and obligations of the corporation, the remaining assets shall be distributed to any organization that is organized and operated for similar purposes and is a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future United States tax code).

ARTICLE 6. - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of this corporation is **Chris Caswell, 2364 Fruitville Road, Sarasota FL 34237**.

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ARTICLE 7. - INITIAL BOARD OF DIRECTORS

The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than three. The name and address of the initial director(s) of this corporation are:

Todd Cook	5989 Approach Road, Sarasota, FL 34238
Amy Weinberger	5989 Approach Road, Sarasota, FL 34238
Lori Stephens	5989 Approach Road, Sarasota, FL 34238

ARTICLE 8. - INCORPORATOR

The name and address of the Incorporator is: Chris Caswell, 2364 Fruitville Road, Sarasota, FL 34237.

ARTICLE 9. - INDEMNIFICATION

All officers and directors shall be indemnified by the corporation to the fullest extent permitted by law against all expenses and liabilities, including attorneys' fees reasonably incurred in connection with any threatened, pending or completed action, suit or proceeding or settlement thereof in which they may become involved as a party or otherwise by reason of holding such office. The corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

The undersigned incorporator has executed these Articles of Incorporation on January 7, 2004.


Chris Caswell

ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR

CLOSING THE GAP SCHOOL, INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, I hereby acknowledge and accept the appointment and agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: January 7, 2004


Chris Caswell, Attorney

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TOTAL P.03