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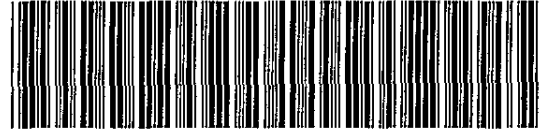
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04 APR -5 PM 1:45
TALLAHASSEE, FLORIDA

4/16/04

GRIECO & SCALERA, P.A.

ATTORNEYS AND COUNSELORS AT LAW

3109 45TH STREET, SUITE 100
WEST PALM BEACH, FLORIDA 33407

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MARK M. GRIECO

D.J. "JACK" SCALERA, III

TRANSMITTAL LETTER

April 2, 2004

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

Subject: The Rainbow Training Center, Inc.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above nonprofit corporation and a check in the amount of \$78.75. Please file these documents.

Sincerely,



Mark M. Grieco

Enclosures

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04 APR -5 PM 1:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE RAINBOW TRAINING CENTER, INC.
In Compliance with Chapter 617, F.S., (Not for Profit)

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be The Rainbow Training Center, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 631 Lake Osborne Terrace, Lake Worth, Florida 33461.

ARTICLE III: PURPOSE

The purpose for which the corporation is organized is to serve individuals with disabilities.

ARTICLE IV: MANNER OF ELECTION

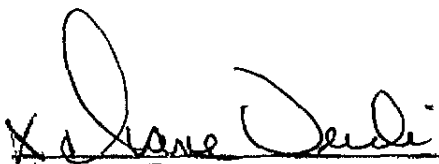
The manner in which the directors are elected or appointed: Directors are elected by majority vote.

ARTICLE V: INITIAL REGISTERED AGENT AND STREET ADDRESS


The name of the initial registered agent is Mark Grieco at the address 3109 45th Street, West Palm Beach, Florida 33407.

ARTICLE VI: INCORPORATOR

The name and address of the Incorporator is: Diane Rita Verdi at 631 Lake
Osborne Terrace, Lake Worth, Florida 33461.



Signature/Incorporator



Date

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statutes, the undersigned, 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 company is: The Rainbow Training Center, Inc.
2. The name and address of the registered agent and office is:

MARK GRIECO
3109 45TH STREET
WEST PALM BEACH, FL 33407

Signature: X 

Title: President

Date: 3/30/04

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: 

Date: 4/1/04