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TRANSMITTAL LETTER

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

SUBJECT: PowerLearning, Inc.					
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)					
Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for:					
	/				
\$70.00	☑ \$78.75	□\$78.75	■ \$87.50		
Filing Fee	Filing Fee &	Filing Fee	Filing Fee,		
	Certificate of Status	& Certified Copy	Certified Copy & Certificate		
		ADDITIONAL CO	PY REQUIRED		
FROM: Carol Aubrey Quiroga					
Name (Printed or typed)					
6138 Woodbury Road					
Address					
Boca Raton, FL 33433					
City, State & Zip					
	561 368-7471				
Daytime Telephone number					

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

PowerLearning, Inc.

ARTICLE II PRINCIPAL OFFICE

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

6138 Woodbury Road, Boca Raton, FL 33433

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To provide educational opportunities and programs that empower students to develop their critical thinki abilities and to realize their creative potential.

PowerLearning, Inc. may pursue fundraising opportunities as one means of funding its programs.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

Directors/Officers will be appointed by the Founding Director, Carol Aubrey Quiroga

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

President -Treas./ Founding Director: Carol Aubrey Quiroga, 6138 Woodbury Road, Boca Raton,FL 33433

Vice President / Director:

Susan Woods, 3600 Galt Ocean Drive, Apt. 1403, Ft. Lauderdale, FL 33308

Secretary / Director:

Edgard Quiroga, 14579 Shadow Wood Lane, Delray Beach, FL 33484

<u>ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS</u>

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Carol Aubrey Quiroga, 6138 Woodbury Road, Boca Raton, FL 33433

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Carol Aubrey Quiroga, 6138 Woodbury Road, Boca Raton, FL 33433

Having been named as registered agent to accept service of process for the above stated corporation at the place designated

in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent

Signature/Incorporator