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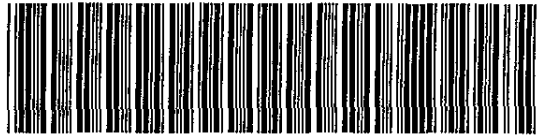
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TALLAHASSEE, FLORIDA

# GIBBS LAW FIRM, P. A.

*Attorneys and Counselors at Law*

5666 SEMINOLE BOULEVARD, SUITE TWO  
SEMINOLE, FLORIDA 33772

TELEPHONE: (727) 399-8300  
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August 2, 2005

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

SUBJECT: SonHaven Preparatory Academy, Inc.

Dear Sirs:

Enclosed are an original and one copy of the articles of incorporation and a check for \$78.75 (filing fee and certified copy).

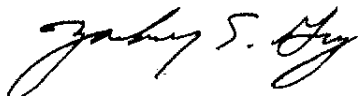
Once filed, please return the certified copy of the articles to:

Gibbs Law Firm, P. A.  
5666 Seminole Boulevard  
Suite 2  
Seminole, FL 33772

If you have any further questions, please contact our office at (727) 399-8300.

Sincerely,

GIBBS LAW FIRM, P. A.

  
Zachary S. Gray

**Articles of Incorporation  
of  
SonHaven Preparatory Academy, Inc.**

The undersigned, acting as the incorporator of a corporation pursuant to Chapter 617 of the Florida Statutes, the Florida Not-For-Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

**Article 1**

The name of the corporation is SONHAVEN PREPARATORY ACADEMY, INC.

**Article 2**

The principle place of business of this corporation is 3805 North Lockwood Ridge, Sarasota, Florida 34232 (Sarasota County) and the mailing address is P. O. Box 50517, Sarasota, Florida 34232.

**Article 3**

The corporation is organized exclusively for charitable, religious, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law), including, but not limited to, for such purposes, the providing of elementary and secondary Christian education to children and any other activity not prohibited to corporations under the Florida Not-For-Profit Corporation Act that is in furtherance of tax exempt purposes.

**Article 4**

The method of election of directors shall be stated in the Bylaws of the corporation. The corporation shall have a minimum of three (3) directors. The names and addresses of the initial board of directors are:

Michael A. Bowers  
James L. Clark  
Thomas H. Hilt  
David A. Rudisill

5331 Cork Oak Street, Sarasota, Florida 34232  
4219 2<sup>nd</sup> Avenue East, Bradenton, Florida 34208  
5351 Avant Avenue, Sarasota, Florida 34235  
2115 Arden Drive, Sarasota, Florida 34232

**Article 5**

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the tax-exempt purposes of the corporation set forth in Article 3.

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## Article 6

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, or educational purposes as shall at the time qualify as an organization exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

## Article 7

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

## Article 8

The street address of the initial registered office of the corporation is 5351 Avant Avenue, Sarasota, Florida 34235 and the name of the initial registered agent of the corporation at the initial registered office is Thomas H. Hilt.

## Article 9

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, except that the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

## Article 10

The period of the duration of the corporation is perpetual unless dissolved according to law.

## Article 11

The corporation shall not discriminate on the basis of race, color, or national or ethnic origin. The corporation shall admit students of any race, color, national and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students and shall be racially nondiscriminatory in the administration of all of its policies and programs.

Article 12

The name of the incorporator is Thomas H. Hilt and the address of the incorporator is 5351 Avant Avenue, Sarasota, Florida 34235.

In Witness Whereof, the undersigned, being the incorporator of this corporation, has executed these Articles of Incorporation this 16<sup>th</sup> day of August, 2005.

Thomas H. Hilt  
Thomas H. Hilt, Incorporator

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Acceptance By Registered Agent

Having been named as registered agent to accept service of process for the above named 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.

8/16/05  
Date

Thomas H. Hilt  
Thomas H. Hilt, Registered Agent