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(Requestor's Name)

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(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Edusource Schools, Inc.
7280 Sienna Ridge Drive, Lauderhill, 33319

November 26, 2007

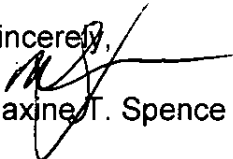
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear sir/madam:

I would like to incorporate the Edusource Schools (formely registered as a D/B/A #G 07226900190) and have enclosed the required articles of incorporation and fees as required. The D/B/A entity should then be subsequently dissolved.

Please advise if there are any additional costs or forms that need to be completed.

Sincerely,


Maxine T. Spence

TRANSMITTAL LETTER

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

EDUSOURCE SCHOOLS, INC.

SUBJECT: _____
(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
Filing Fee

\$ 78.75
Filing Fee &
Certificate of
Status

\$ 78.75
Filing Fee
& Certified Copy

\$ 87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: _____
Maxine T. Spence
Name (Printed or typed)
7280 Sienna Ridge Drive

Address
Lauderhill, Florida 33319

City, State & Zip
(954) 449 – 3883

Daytime Telephone number

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

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be EDUSOURCE SCHOOLS, INC.

ARTICLE II PRINCIPAL OFFICE

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

7280 Sienna Ridge Drive
Lauderhill, Florida 33313

ARTICLE III PURPOSE(S)

The specific purpose(s) for which the corporation is organized is(are):

Edusource Schools, Inc. will seek to provide academic instruction and other educational/counseling related services to South Florida and other communities.

Edusource Schools, Inc. is organized exclusively for charitable, religious, educational and scientific purposes including for such purposes, the making and distributions to organizations under section 501 (c) (3) of the Internal Revenue Code (or the corresponding section of an future Federal Tax Code).

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, 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 exempt purposes for which it was formed. No substantial part of the activities of the corporation shall be 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. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation contributions to which the deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is:

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TALLAHASSEE, FLORIDA

The selection of directors shall be made by appointment by the President/CEO subject to Board approval, as set forth in the Corporation by-laws.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Maxine Spence
7280 Sienna Ridge Drive
Lauderhill, Florida 33313
(954) 449-3883

ARTICLE VI DISSOLUTION OF CORPORATION

Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation, which organized and operated exclusively for charitable, educational, or religious and/or scientific purposes and which has established its tax-exempt status under Section 501 (c) (3) of the Internal Revenue Code.

ARTICLE VII INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

Maxine T. Spence, 7280 Sienna Ridge Drive, Laudherhill, Florida 33319



Signature/Incorporator

11-26-07

Date

(An additional article must be added if an effective date is requested.)

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/Registered Agent

11-26-07

Date

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TALLAHASSEE, FLORIDA