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FLORIDA PROFIT/NON PROFIT CORPORATION

Elementary Science Coalition, Ltd

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February 14, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: ELEMENTARY SCIENCE COALITION, LTD.
REF: W08000008088

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The use of the abbreviation "Ltd." does not clearly indicate that this is a corporation instead of a partnership. Therefore, please remove the abbreviation "Ltd." from the corporate name."

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Wanda Cunningham
Regulatory Specialist II
New Filing Section

FAX Aud. #: H08000037717
Letter Number: 308A00009728

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

ARTICLE I NAME

The name of the corporation shall be:

ELEMENTARY SCIENCE COALITION, Inc.

ARTICLE II PRINCIPAL OFFICE

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

8400 Woodbriar Drive
Sarasota, FL 34238

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To apply its income or property, or both, exclusively for charitable, scientific, literary or educational purposes and to engage in such other activities which are exclusively in furtherance of these purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code").

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The method of election of the directors of the corporation shall be set forth in the bylaws of the corporation

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

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

Rita Ferrandino
Director
c/o Arc Capital Development
8400 Woodbriar Drive
Sarasota, FL 34238

Max Bell
Director
5759 S. Kenwood
Apt. #3
Chicago, IL 60637

Harold Pratt
Director
c/o Educational Consultants Inc.
7400 W Grant Ranch Blvd.
Villa 24
Littleton, CO 80123

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Rita Ferrandino
8400 Woodbriar Drive
Sarasota, FL 34238

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Richard Sevcik, Bell, Boyd & Lloyd LLP, 70 W. Madison, Suite 3100, Chicago, IL 60602

Article VIII: Please see attached.

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.

Rita Ferrandino
Signature/Registered Agent Rita Ferrandino

2-8-08
Date

Richard Sevcik
Signature/Incorporator Richard Sevcik

2/12/08
Date

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ARTICLE VIII: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, 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 purposes set forth herein. 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 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 Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

Upon the dissolution of the Corporation, the board of directors shall, after paying or making provision for payment of all of 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, scientific, literary or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the board of directors shall determine. Any such assets not so disposed of shall be disposed of by the circuit court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as such court shall determine which are organized and operated exclusively for such purposes.

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TALLAHASSEE, FLORIDA**