

**Electronic Articles of Incorporation
For**

N08000007089
FILED
July 28, 2008
Sec. Of State
tburch

"5 STAR LEARNING, INC."

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

"5 STAR LEARNING, INC."

Article II

The principal place of business address:

1304 WEST 16TH STREET
SANFORD, FL. US 32771

The mailing address of the corporation is:

P. O. BOX 1231
SANFORD, FL. US 32772

Article III

The specific purpose for which this corporation is organized is:

THE PURPOSE OF INCORPORATING AS NONPROFIT IS TO PROVIDE
TUTORING, MENTORING AND PREVENTION SERVICES TO
AT-RISK-YOUTH.

Article IV

The manner in which directors are elected or appointed is:

AS PROVIDED FOR IN THE BYLAWS.

Article V

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

DIRECTIONAL OPPORTUNIST GROUP, INC.
1304 WEST 16TH STREET
SANFORD, FL. 32771

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: THOMAS JONES, JR.

Article VI

The name and address of the incorporator is:

GEORGE BARNES, JR.
1304 WEST 16TH STREET

SANFORD, FL. 32771

Incorporator Signature: GEORGE BARNES, JR

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: VP
OUIDA DEVINE
1304 WEST 16TH STREET
SANFORD, FL. 32771

Title: P
BARNES GEORGE JR.
P.O. BOX 1231
SANFORD, FL. 32772 US

Title: SEC
THOMAS JONES JR.
P. O. BOX 1231
SANFORD, FL. 32772 US

Article VIII

The effective date for this corporation shall be:

07/22/2008