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MARY JEWEL DORMAN
ATTORNEY AT LAW
2847 NE 13TH DRIVE
GAINESVILLE, FLORIDA 32609
(352) 379-0325

February 10, 1998

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

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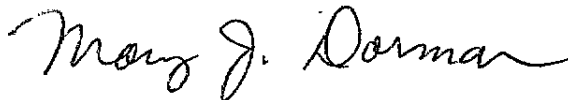
Dear Sir or Madam:

Enclosed, please find the Articles of Incorporation of International Foundation for Children's Education, Inc. Also, please find the acceptance of the Registered Agent.

Please forward to me the certified copy of the Articles of Incorporation. I am enclosing a check for \$122.50 to pay for the filing fees and the certified copy of the Articles of Incorporation. Should there be any problem with the filing of the enclosed Articles of Incorporation, please inform me at the above address or telephone number.

Thank you for your prompt attention to this matter.

Very Truly Yours,



Mary J. Dorman

Enclosures

cc: Dr. Thomas Oakland

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
INTERNATIONAL FOUNDATION FOR CHILDREN'S EDUCATION, INC.

(A corporation not for profit)

We, the undersigned persons, of lawful age, at least the majority of whom are residents of the State of Florida, do hereby and associate themselves together for the purpose of forming a non-profit corporation according to the Statutes of the State of Florida.

ARTICLE I

NAME

The name of the corporation is **INTERNATIONAL FOUNDATION FOR CHILDREN'S EDUCATION, INC.**

ARTICLE II

PRINCIPAL OFFICE

The post office address of the corporation's principal office is 1921 SW 8th Drive, Gainesville, Florida 32601, and the Registered Agent is Dr. Thomas D. Oakland whose address is 1921 SW 8th Drive, Gainesville, Florida 32601.

ARTICLE III

DURATION

The corporation shall exist perpetually.

ARTICLE IV

PURPOSES

The purpose of this corporation shall be for the promotion of the improved education of children

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and youth.

ARTICLE V

MEMBERSHIP

Membership shall be comprised of the Board of Directors.

ARTICLE VI

NON-STOCK CORPORATION

The corporation shall be non-stock, and no dividends shall be declared or paid to the Members thereof.

ARTICLE VII

DIRECTORS

The Board of Directors shall consist of a least three (3) but not more than ten (10) Directors who are the Members of the corporation. The method of election of Directors shall be stated in the Bylaws. The number of Directors constituting the initial Board of Directors is three (3) and the names and addresses who are to serve are as follows:

NAME	ADDRESS
Dr. Thomas D. Oakland	1921 SW 8 th Drive Gainesville, Florida 32601
Harrison D. Kane	2847 NE 13 th Drive Gainesville, Florida 32601
Kara E. Alker	2712 SW 34 th Street, No. 188 Gainesville, Florida 32608

ARTICLE VIII

INCORPORATORS

The name and street address of each Incorporator is:

NAME	ADDRESS
Dr. Thomas D. Oakland	1921 SW 8 th Drive Gainesville, Florida 32601
Harrison D. Kane	2847 NE 13 th Drive Gainesville, Florida 32601
Kara E. Alker	2712 SW 34 th Street, No. 188 Gainesville, Florida 32608

ARTICLE IX

AMENDMENTS

These Articles may be amended by a majority vote of the Board of Directors.

ARTICLE X

OFFICERS

The corporation shall have a President and a Secretary and such other officers as may be established in the by-laws. The Officers shall be elected by the Board of Directors. The Officers shall manage the affairs of the corporation. The first officers are:

NAME	OFFICE
Dr. Thomas D. Oakland	President
Harrison D. Kane	Secretary

ARTICLE XI

BY-LAWS


The By-laws of the corporation shall be made, altered or rescinded by the majority vote of those Directors in attendance at regular meetings of the Board of Directors.

ARTICLE XII

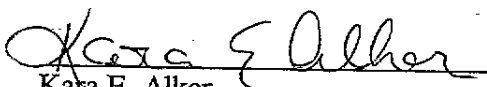
DISTRIBUTION OF ASSETS UPON DISSOLUTION

This corporation is not organized for a pecuniary profit. It shall not have any power to issue Certificates of Stock or declare dividends, and no part of its net earnings shall inure to the benefit of any Member, Director or Individual. In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) of the Internal Revenue Code of 1954 or corresponding Sections of any prior or future law, or to the Federal, state or local government for exclusive public purpose.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 9th day of February, 1998.


Dr. Thomas D. Oakland
President/Director


Harrison D. Kane
Secretary/Director


Kara E. Alker
Director

INTERNATIONAL FOUNDATION FOR CHILDREN'S EDUCATION, INC.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes, designating place of business or domicile for the Service of Process within this state, naming agent upon whom process may be served and names and addresses of the Officers and Directors.

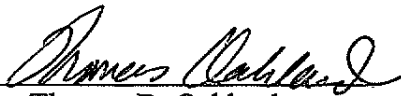
INTERNATIONAL FOUNDATION FOR CHILDREN'S EDUCATIONS, INC., a corporation not for profit organized (or organizing) under the laws of the state of Florida with its principal office at 1921 SW 8th Drive, Gainesville, Florida 32601, has named Dr. Thomas D. Oakland located at 1921 SW 8th Drive, Gainesville, Florida, 32601, as its agent to accept service of process within this state.

OFFICERS:

NAME	TITLE	ADDRESS
Dr. Thomas D. Oakland	President/Director	1921 SW 8 th Drive Gainesville, Florida 32601
Harrison Kane	Secretary/Director	2847 NE 13 th Drive Gainesville, Florida 32609

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process, to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process) at the above Florida designated address in some conspicuous place in the office as required by Law.


Dr. Thomas D. Oakland
Registered Agent

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