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March 2, 1998

Secretary of State  
Divisions of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-03/05/98--01033--020  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Secretary of State:

Enclosed please find a money order consisting of a \$35.00 filing fee, \$35.00 designation of Registered Agent and \$8.75 for a certificate of status, totaling \$78.75, for filing a nonprofit corporation. Enclosed please find an original and a copy of the Not For Profit Articles of Incorporation for the Stratford Educational Institute.

Yours respectfully,

*Joseph Buczek*

Joseph Buczek  
201 Flagler Ave.  
Edgewater, FL 32132  
(904) 428-1581

*Dmp*  
*3/6/98*

FILED  
98 MAR -5 PM 1:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
STRATFORD EDUCATIONAL INSTITUTE, INC.

FILED

98 MAR -5 PM 1:19

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby executes, acknowledges and files the following Articles of Incorporation pursuant to Chapter 617 Florida Statutes for the purpose of creating a not for profit corporation.

ARTICLE I

The name of this not for profit corporation shall be:

STRATFORD EDUCATIONAL INSTITUTE, INC.

ARTICLE II

The corporation shall begin its perpetual duration on the day these articles are filed with the Secretary of State.

ARTICLE III

This not for profit corporation is organized and exists for educational and charitable purposes only including, but not limited to the purpose of the operation of charter schools in the state of Florida. For these purposes this corporation may engage in any activity and exercise any power or authority that may be engaged in by a not for profit corporation organized under Chapter 617, Florida Statutes, as amended. The general purpose for which this corporation is formed are to operate exclusively for such educational and charitable purposes as will qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1986 or any corresponding provisions of any subsequent federal tax laws.

#### ARTICLE IV

No part of the net earnings of this corporation shall inure to the benefit of or shall be distributed to its members, directors, or other private persons except that this 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 in these articles. Notwithstanding any other provision of these articles, this corporation shall not carry on any activities deemed impermissible for corporations 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 a corporation, contributions to which are deductible under section 170(c)(2) or the corresponding provision of any future United States Internal Revenue law. Upon the dissolution of this corporation the last board of directors shall dispose of all assets of this corporation in the manner or to organizations that are organized and operated exclusively as exempt organizations 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 after paying or making provisions for the liabilities of this corporation. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county where the principal office of this corporation is located. Such court of competent jurisdiction shall dispose of the assets of this corporation to organizations that are organized and operated exclusively for charitable, educational, or scientific purposes.

#### ARTICLE V

The principal place of business and the mailing address of the corporation, are as follows:

201 Flagler Ave.  
Edgewater, Florida 32132

The initial registered agent of the corporation is Joseph Buczek.

#### ARTICLE VI

This corporation is organized on a non-stock basis and shall have no members. The powers of this corporation shall be exercised, its property controlled, and its affairs under the direction of and conducted by a board of directors. The number of Directors shall be three or more provided the number of directors may be changed by the board as long as there are never less than three. The initial board of directors shall be chosen by the incorporators, who shall be permanent members of the board. Unless otherwise specified in the bylaws, directors shall serve for a term of one year until the next annual meeting of the corporation at which time directors shall be appointing by the current directors.

Unless otherwise provided in by-laws, the corporation shall have as officers a president, vice-president, secretary and treasurer which shall be chosen by the board of directors and the officers shall serve at the pleasure of the board of directors. A person may serve as one or more officers.

Annual meetings of the board of directors may be held in or out of the State of Florida.

ARTICLE VII

The names and addresses of the Incorporators are:

Joseph Buczek  
201 Flagler Ave.  
Edgewater, Florida 32132

Ruth Buczek  
201 Flagler Ave.  
Edgewater, Florida 32132

Catherine Buczek  
201 Flagler Ave.  
Edgewater, Florida 32132

ARTICLE VIII

By duly adopted action of the Board of Directors, this corporation may indemnify and/or insure any and all of its directors or officers or former directors or officers, to the extent permitted by law, now existing or hereinafter enacted, including without limitation, the expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding, in which they or any of them are made parties or a party by reason of being or having been directors or officers of this corporation, except in relation to matters as to which any such present or former director or officer or person, shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of his/her duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under the By-Laws of this corporation or pursuant to Chapters 607 and 617, Florida Statutes, or otherwise.

IN WITNESS WHEREOF, the undersigned, being the Incorporators of the above named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Incorporation this 11th day of February, 1998.

Joseph Julius Buczek  
Joseph Julius Buczek  
Incorporator

2/11/98  
Date

Ruth Marie Buczek  
Ruth Marie Buczek  
Incorporator

2/11/98  
Date

Catherine Buczek  
Catherine Buczek  
Incorporator

1/2/98  
Date

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.

Joseph Julius Buczek  
Joseph Julius Buczek  
Registered Agent

2/11/98  
Date