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ARTICLES OF DISSOLUTION OF

LEADERSHIP LEARNING ACADEMY OF POLK COUNTY, INC.

The undersigned officer of Leadership Learning Academy of Polk County, Inc. (the "Corporation"), desiring to dissolve the Corporation, hereby submits the following in accordance with Sections 617.1402 and 617.1403, Florida Statutes:

ARTICLE I

The name of the Corporation is Leadership Learning Academy of Polk County, Inc.

ARTICLE II

The dissolution of the Corporation was authorized by the Board of Directors at its meeting on July 31, 2001. The Corporation has no members.

ARTICLE III

The dissolution of the Corporation was approved by a majority of the Board of Directors, and therefore the number of votes cast for dissolution was sufficient for approval. The number of Directors in office at the time of dissolution was four.

ARTICLE IV

The Corporation is a Florida non-profit corporation and has no shareholders and no members.

ARTICLE V

These Articles of Dissolution shall be effective upon filing with the Secretary of State.

The undersigned Hunt Berryman, as Chairman and President of the Corporation, for the purpose of dissolving the Corporation under the laws of the State of Florida, has executed these Articles of Dissolution this 2 that of 1.2002.

HUNT BERRYMAN

Its Chairman and President

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