

N99000005356

TRANSMITTAL LETTER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 SEP - 9 AM 9:49

FILED

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

SUBJECT: Education Partners of Central Florida, Inc.
(Proposed corporate name - must include suffix)

700002956867--5
-08/11/99-01045-007
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

Susan
GAVE
AUTHORIZATION BY PHONE TO
CORRECT RA Acc + Sign
DATE 9-9-99
DOC. EXAM EV

FROM: Susan Stalnaker
Name (Printed or typed)

1681 E.E. Williamson Rd.
Address

Longwood, Fl. 32779
City, State & Zip

(407) 869-8508
Daytime Telephone number
*No answer
no machine*

NOTE: Please provide the original and one copy of the articles.

W-19001

R. VARNADORE SEP 09 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 17, 1999

SUSAN STALNAKER
1681 E.E. WILLIAMSON RD.
LONGWOOD, FL 32779

SUBJECT: EDUCATION PARTNERS OF CENTRAL FLORIDA, INC.
Ref. Number: W99000019001

We have received your document for EDUCATION PARTNERS OF CENTRAL FLORIDA, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Michelle Milligan
Document Specialist

Letter Number: 999A00041338

FILED
99 SEP -9 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
EDUCATION PARTNERS OF CENTRAL FLORIDA, INC.

I, SUSAN B. STALNAKER, the undersigned, being a natural person of lawful age, do hereby desire to form a nonprofit corporation under the laws of the State of Florida, and do hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation shall be: EDUCATION PARTNERS OF CENTRAL FLORIDA, INC.. and the principal place of business is 1681 E.E. Williamson Road, Longwood, Florida 32779.

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation shall have those powers as may be provided, authorized or permitted by law, or otherwise, it being the intention that this corporation shall have the right to engage in any business or activity not especially prohibited by applicable law of the State of Florida.

ARTICLE III

PURPOSE

- A. This corporation is organized and operated exclusively for education purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.

B. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code.

C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements on behalf of any candidate for public office).

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 1681 E.E. Williamson Road, Longwood, Florida 32779, and the name of the initial registered agent of this corporation is SUSAN B. STALNAKER.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The business of the corporation shall be conducted and managed by a Board of Directors consisting of not less than 3 (three) member as fixed, from time to time, by the By-Laws of the corporation and the Board of Directors.

The names and addresses of the first Board of Directors who shall hold office until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
SUSAN B. STALNAKER	1681 E.E. Williamson Road Longwood, Florida 32779
WALLACE F. STALNAKER, JR., ESQ.	300 International Parkway Heathrow, FL 32746
KATHERINE M. BRYAN	3042 Totika Cove Longwood, FL 32746

ARTICLE VI

INITIAL OFFICER(S)

The name(s) and address(es) of the initial officer(s) of the corporation is (are):

President:	Susan B. Stalnakar	1681 E.E. Williamson Road, Longwood, FL 32779
Vice-President	Susan B. Stalnakar	1681 E.E. Williamson Road Longwood, FL 32779
Secretary/Treasurer	Wallace F. Stalnakar, Jr.	300 International Parkway Heathrow, FL 32746

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
SUSAN B. STALNAKER	1681 E.E. Williamson Road Longwood, Florida 32779

ARTICLE VIII
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of this corporation.

ARTICLE IX
INDEMNIFICATION

Every director, officer, employee or agent of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by reason of their being imposed upon him or her in connection with any proceeding to which he or she may be made a party or in which he or she may become involved by reason of his or her employment or by reason of his or her having been a director, officer, employee or agent of the corporation or any settlement thereof, whether or not he or she is a director, officer, employee, or agent at the time such expenses are incurred, except in such cases wherein the director, officer, employee, or agent is adjudged liable for negligence or misconduct in the performance of his or her duties as such director, officer, employee or agent. The foregoing right of indemnification shall be

in addition to and not exclusive of all other rights to which such director, officer, employee or agent may be entitled.

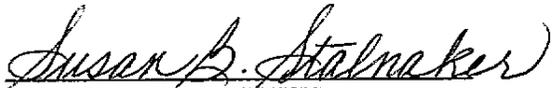
ARTICLE X

AMENDMENT

The corporation reserves the right to amend, alter, change, repeal and revise any provision of this corporation's Certificate of Incorporation in the manner now or hereafter prescribed by statute and all rights conferred on shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, on this 23rd day of August, 1999.

I, Susan Stalnakar, am familiar with and accept the duties and responsibilities of Registered Agent.

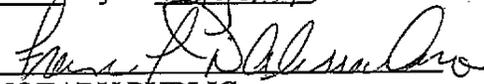

SUSAN B. STALNAKER
SUBSCRIBER/Registered Agent

STATE OF FLORIDA

COUNTY OF SEMINOLE

BEFORE ME, the undersigned officer, personally appeared SUSAN B. STALNAKER to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged to me that after reading the same, the matters set forth therein are true and correct to the best of his knowledge and belief.

WITNESS my hand and official seal this 23rd day of August 1999.


NOTARY PUBLIC

My Commission Expires:

