00005457



ACCOUNT NO. : 072100000032

REFERENCE: 363453 128504A

AUTHORIZATION : /

COST LIMIT :

ORDER DATE: September 2, 1999

ORDER TIME : 4:07 PM

300002977893--0

ORDER NO. : 363453-005

CUSTOMER NO: 128504A

CUSTOMER: Ms. Nilda Dominguez

WARREN R. TRAZENFELD, P.A. WARREN R. TRAZENFELD, P.A.

1st Union Financial, Ste. 1870

200 S. Biscayne Boulevard Miami, FL 33131-2310

DOMESTIC FILING

NAME: PATHWAYS TO LITERACY, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jamela Abaied

EXAMINER'S INITIALS:



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 SEP -2 AM 8: 38

September 3, 1999

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: PATHWAYS TO LITERACY, INC.

Ref. Number: W99000020495

RESUBMIT

Please give original submission date as file date.

We have received your document for PATHWAYS TO LITERACY, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

A NON-PROFIT CORPORATION DOES NOT HAVE CAPITAL STOCK.

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) 487-6973.

Claretha Golden Document Specialist

Letter Number: 299A00044031

99 SEP | 4 AM | 1:59

DEFARTALNI OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

SECRETARY OF STATE DIVISION OF CORPORATIONS

99 SEP -2 AM 8: 38

OF

PATHWAYS TO LITERACY, INC.

(a not for profit Florida corporation)

In compliance with the requirements of Chapter 617 of the Florida Statutes (the "Florida Business Corporation Act"), the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a not for profit business corporation.

ARTICLE I

NAME

The name of the corporation (hereinafter called the "Corporation") is Pathways to Literacy, Inc.

ARTICLE II

ADDRESS

The mailing address of the Corporation is 200 S. Biscayne Blvd., Suite 1870, Miami, Florida 33131-2377.

ARTICLE III

PURPOSE

The Corporation is being organized for the purpose of teaching people to read and any other legal purpose.

ARTICLE IV

DIRECTORS

The method of election of directors shall be stated in the bylaws.

ARTICLE V

REGISTERED OFFICE AND AGENT

The initial street address of the Corporation's initial registered office shall be Suite 1870, First Union Financial Center, 200 South Biscayne Boulevard, Miami, Florida 33131, and the initial registered agent for the Corporation at that address shall be Warren R. Träzenfeld, Esq.

ARTICLE VI

INCORPORATOR

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

Name

Address

Warren R. Trazenfeld, Esq.

Suite 1870 First Union Financial Center 200 South Biscayne Boulevard

Miami, Florida 33131

ARTICLE VII

INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this ____ day of September, 1999.

Warren R. Trazenfeld

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for PATHWAYS TO LITERACY, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to the Florida Business Corporation Act.

DATE:

September ____, 1999

Warren R. Trazenfeld

99 SEP -2 AM 8: 38