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TRANSMITTAL LETTER

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

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-05/15/00--01138--006
*****87.50 *****87.50

SUBJECT: ACADEMIC ACHIEVEMENT PROGRAM OF PORT CHARLOTTE, INC.
(Proposed corporate name - must include suffix)

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 of
Status

ADDITIONAL COPY REQUIRED

FROM: THOMAS CAULFIELD
Name (Printed or typed)

2465 TAMIAMI TRAIL, STE 4
Address

PORT CHARLOTTE, FL 33952
City, State & Zip

1 - 941- 624-4885
Daytime Telephone number

00 MAY 15 AM 10:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

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

Handwritten initials and numbers: 5-28-00, 3

ARTICLES OF INCORPORATION
OF
ACADEMIC ACHIEVEMENT PROGRAM OF PORT CHARLOTTE, INC.

FILED
00 MAY 15 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is: ACADEMIC ACHIEVEMENT PROGRAM OF PORT CHARLOTTE, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have the authority to issue is one thousand (1,000) at the par value of one dollar (\$1.00) each. Cumulative voting of the shares is expressly prohibited.

ARTICLE V

The address of the initial registered office, the principal office and mailing address is:

THOMAS CAULFIELD
2465 TAMiami TRAIL, STE.4
PORT CHARLOTTE, FL 33952

The initial registered Agent at this office is **THOMAS CAULFIELD.**

ARTICLE VI

The name and address of the incorporator-subscriber is as follows:

THOMAS CAULFIELD
2465 TAMiami TRAIL, STE.4
PORT CHARLOTTE, FL 33952

ARTICLE VII

The number of directors constituting the initial board of directors is one (1). The name and address of the persons who are to serve as directors until the first annual meeting of the shareholders or until his/her successors are elected and qualified is:

THOMAS CAULFIELD
2465 TAMiami TRAIL, STE.4
PORT CHARLOTTE, FL 33952

ARTICLE VIII

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE IX

ACKNOWLEDGEMENT AND CONSENT OF THE REGISTERED AGENT Having been named Initial Registered Agent at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

Thomas Caulfield
THOMAS CAULFIELD
2465 TAMiami TRAIL, STE.4
PORT CHARLOTTE, FL 33952

FILED
MAY 15 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators have executed these Articles of Incorporation this 1st day of May 2000.

STATE OF FLORIDA - COUNTY OF Charlotte
Before me, a notary public authorized to take acknowledgement in the State and County set forth above, personally appeared THOMAS CAULFIELD, known to me to be the person who executed the forgoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set hand and affixed my official seal, in the State and County aforesaid this 1st day of May, 2000.

Elena Chakrin Smith
NOTARY PUBLIC - STATE OF FLORIDA

