

**COHEN. NORRIS. SCHERER  
WEINBERGER & WOLMER**

ATTORNEYS AT LAW

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BRENT G. WOLMER, P.A.

August 25, 2000

OF COUNSEL:  
RICHARD S. RACHLIN, P.A.  
RICHARD S. RACHLIN\*  
CHRISTOPHER W. KAMMERER

\*Board Certified Civil Trial Attorney

\*Of Counsel  
\*\*Board Certified Real Estate  
\*\*\*Board Certified Business Litigation

Florida Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

ATTN: New Filings

RE: Lean Learning Center, Inc.

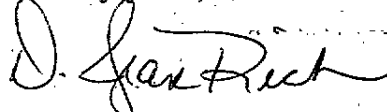
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-09/11/00--01089--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Clerk:

Enclosed please find our check in the sum of \$70.00 to cover the cost of filing the enclosed Articles of Incorporation and the Designation of Registered Agent. I have also enclosed a pre-addressed stamped envelope for your convenience in returning a date stamped copy to me for my files.

Thank you in advance for your assistance in this matter.

Sincerely yours,



D. Jean Rich  
Legal Assistant  
Bernard A. Conko

/dj  
Enclosures

FILED  
00 SEP 11 PM 1:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

gjc 9/13

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

**FILED**  
00 SEP 11 PM 1:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**LEAN LEARNING CENTER, INC.**

The undersigned hereby makes, subscribes, acknowledges, and files these Articles for the purpose of becoming a corporation under the Laws of the State of Florida.

1. The name of this corporation shall be:

**LEAN LEARNING CENTER, INC.**

2. The principal office of the corporation shall be located at:

4362 Northlake Boulevard, Ste. 101  
Palm Beach Gardens, FL 33410

and the mailing address of the corporation shall be:

4362 Northlake Boulevard, Ste. 101  
Palm Beach Gardens, FL 33410

3. The corporation shall begin its existence upon the filing of these Articles of Incorporation by the Secretary of the State of Florida and shall have perpetual existence thereafter.

4. The corporation shall be authorized to engage in any business or activity permitted under the laws of the State of Florida and of the United States.

5. The aggregate number of shares which the corporation is authorized to issue is 100 shares of no par value common stock with full voting rights.

6. Pursuant to Section 48.091, Florida Statutes, the following named person is designated as Registered Agent for this corporation to accept service of process within the State

of Florida:

Diane Carlino  
4362 Northlake Boulevard, Ste. 101  
Palm Beach Gardens, FL 33410

7. The name and address of the incorporator of this corporation is:

Diane Carlino  
4362 Northlake Boulevard, Ste. 101  
Palm Beach Gardens, FL 33410

Said incorporator is over the age of eighteen (18) years; is *sui juris*; and a citizen of the United States.

8. One director shall constitute the initial Board of Directors of the corporation, but the by-laws may provide for such increase or decrease in number thereof as authorized by law.


9. The name and address of the member of the first Board of Directors is:

Diane Carlino  
4362 Northlake Boulevard, Ste. 101  
Palm Beach Gardens, FL 33410

10. The shareholders of the corporation shall have full preemptive rights.

11. Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation this 25<sup>th</sup> day of August, 2000.

  
\_\_\_\_\_  
Diane Carlino, Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared DIANE CARLINO, who is to me well known and known to me to be the person described in and who subscribed the above and foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that she made and subscribed the same for the uses and purposes set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the above named County and State this 25<sup>th</sup> day of August, 2000.



D. Jean Rich  
MY COMMISSION # CC692698 EXPIRES  
October 29, 2001  
BONDED THRU TROY FAIN INSURANCE, INC.

D. Jean Rich  
Notary Public  
Printed Name: D. JEAN RICH  
My Commission Expires:

**ACCEPTANCE OF DESIGNATION  
AS REGISTERED AGENT**

I agree, as Registered Agent for LEAN LEARNING CENTER, INC., to accept Service of Process; to keep the office open during prescribed hours; to post my name in some conspicuous place in the office as required by law.

**FILED**  
00 SEP 11 PM 1:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Diane Carlino  
Diane Carlino, Registered Agent

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned officer duly authorized to take acknowledgments and administer oaths, this day personally appeared DIANE CARLINO, to me well known and known to me to be the person described in and who executed the foregoing instrument and

acknowledged to and before me that she executed said instrument for the purposes therein expressed.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the above named County and State this 25<sup>th</sup> day of AUGUST, 2000.

D. Jean Rich  
Notary Public  
Printed Name: D. JEAN RICH  
My Commission Expires:

[NOTARIAL SEAL OR STAMP]



D. Jean Rich  
MY COMMISSION # CC692698 EXPIRES  
October 29, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.