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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
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FLORIDA PROFIT CORPORATION OR P.A.

academic alternative high school, inc.

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Page Count	05
Estimated Charge	\$78.75

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

ACADEMIC ALTERNATIVE HIGH SCHOOL, INC.

The undersigned Subscriber to these Articles of Incorporation, natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is:
ACADEMIC ALTERNATIVE HIGH SCHOOL, INC..

ARTICLE II

The general nature of the business to be transacted by this corporation is:

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is sixty shares of common stock, having no par value.

ARTICLE IV

The amount of capital with which this corporation will begin business is Five Hundred (\$500.00) Dollars.

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ARTICLE V

The initial post office address of the principal office of this corporation, in the State of Florida, is:
9273 S.W. 8th Street, Suite 122
Boca Raton, FL 33428.

ARTICLE VI

The initial Registered Agent for the corporation is:

MICHAEL C. KLASFELD, P.A.
Attorney at Law
2424 N. E. 22nd Street
Pompano Beach, Florida 33062
(954)781-8000.

ARTICLE VII

The stockholder may from time to time move the principal office of this corporation to any other address in Florida.

ARTICLE VIII

This corporation shall have at least one director initially, but the number of directors may be increased from time to time, by By-Laws adopted by the stockholders but shall never be less than one.

ARTICLE IX

The name and post office address of the first board of directors and officers is:

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NAME:

SHELDON KLASFELD

ADDRESS AND OFFICE:

1783 N.W. 15th Vista #5
Boca Raton, FL 33432
President, Vice President
Secretary, Treasurer, Director

The name and post office address of the incorporator is:

SHELDON KLASFELD
1782 N.W. 15th Vista #5
Boca Raton, FL 33432

ARTICLE X


These Articles of Incorporation may be amended in manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders, and approved at a stockholder's meeting, by a majority of the stock entitled to vote thereon.


SHELDON KLASFELD

STATE OF FLORIDA
COUNTY OF BROWARD

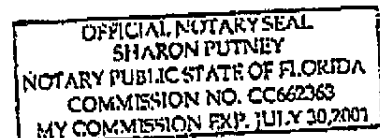
I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above, to take acknowledgments, personally appeared SHELDON KLASFELD, as Subscriber, and who executed the foregoing Articles of Incorporation, and who acknowledged before me that same subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the State and County named above, this 14th day of December, 2000.


NOTARY PUBLIC
State of Florida

My Commission Expires:
Personally Known Sheldon Klasfeld
Sheldon Klasfeld Articles

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CERTIFICATE OF RESIDENT AGENT

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT;

FIRST; THAT, ACADEMIC ALTERNATIVE HIGH SCHOOL, INC. DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AS INDICATED IN THE ARTICLES OF INCORPORATION IN THE COUNTY OF PALM BEACH, AND STATE OF FLORIDA, HAS NAMED:

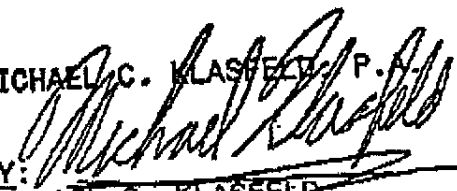
MICHAEL C. KLASFELD, P.A.
ATTORNEY AT LAW
2424 N. E. 22ND STREET
POMPANO BEACH, FLORIDA 33062
(954)781-8000.

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT:

HAVING BEEN MADE TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT PLACE DESIGNATED, IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT, RELATIVE TO KEEPING OPEN SAID OFFICE.

MICHAEL C. KLASFELD, P.A.

BY: 
 MICHAEL C. KLASFELD

SHELDON CERTIFICATE

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