

TRANSMITTAL LETTER

P00000116382

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

100003505241--3  
-12/19/00--01017--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: KEE'S WORLD LEARNING 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: Katina Linette Campbell  
Name (Printed or typed)

300 Ave. B. S.E.  
Address

Winter Haven, FL. 33881  
City, State & Zip

863-401-3608  
Daytime Telephone number

FILED  
00 DEC 18 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Feb  
12/21

FILED  
00 DEC 18 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
KEE'S WORLD LEARNING CENTER, INC.  
(a Florida corporation)**

**ARTICLE I - NAME**

The name of the Corporation is **KEE'S WORLD LEARNING CENTER, Inc.**  
(hereinafter called the "Corporation").

**ARTICLE II - CAPITAL STOCK**

The aggregate number of shares of capital stock which the Corporation shall have the authority to issue is 10,000 shares of Common Stock.

**ARTICLE III - MAILING ADDRESS**

The current mailing address of the principal place of business of the Corporation is

**KEE'S WORLD LEARNING CENTER, Inc.**  
407 Ave. A S.E.  
Winter Haven, FL 33881.

**ARTICLE IV - INITIAL BOARD OF DIRECTORS**

The Corporation's Board of Directors (the "Board") shall consist of not fewer than one (1) nor more than five (5) directors, and shall initially consist of three (3) directors. The number of directors within these limits may be increased or decreased from time to time as provided in the By-laws of the Corporation. The names and addresses of the initial directors of the Corporation are as follows:

Katina Linette Campbell  
300 Ave. B S.E.  
Winter Haven, FL 33881

Otelia McGordon  
1837 3<sup>Rd</sup> Street N.W.  
Winter Haven, FL 33881

Thyrone McGordon, Sr.  
1837 3<sup>Rd</sup> Street N.W.  
Winter Haven, FL 33881

#### **ARTICLE V - INITIAL REGISTERED AGENT**

The street address of the initial registered office of the Corporation is 407 Ave. A S.E., FL 33881. The name of the initial registered agent of the Corporation at that address is Katina Linette Campbell.

#### **ARTICLE VI - INCORPORATOR**

The name and address of the incorporator of the Corporation is Katina Linette Campbell, 300 Ave. B S.E. Winter Haven, FL 33881.

#### **ARTICLE VII - LIMITATION ON DIRECTOR LIABILITY**

A director shall not be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the duty of loyalty of such director to the Corporation or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the Florida Business Corporation Act (the "FBCA"), or (iv) for any transaction from which such director derives an improper personal benefit. If the FBCA is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the FBCA, as so amended. No repeal or modification of this Article VII shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification.

#### **ARTICLE VIII - INDEMNIFICATION**

The Corporation shall indemnify and may advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the By-laws may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board may from time to time deem appropriate or advisable.

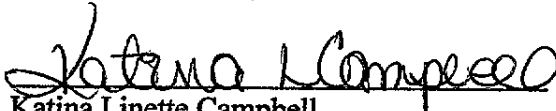
#### **ARTICLE IX - BY-LAWS**

The Board shall have the power to adopt, amend or repeal the By-laws of the Corporation or any part thereof.

#### **ARTICLE X - AMENDMENT**

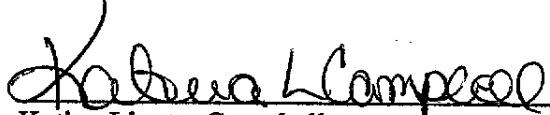
These Articles of Incorporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida law.

IN WITNESS WHEREOF, the incorporator has executed these Articles of  
Incorporation of KEE'S WORLD LEARNING CENTER, INC. this 14 day of Dec.  
2000.

  
Katina Linette Campbell  
Incorporator

**CONSENT OF REGISTERED AGENT  
OF  
KEE'S WORLD LEARNING CENTER, INC.**

The undersigned, Katina Linette Campbell, whose business address is 407 Ave. A S. E.  
hereby accepts appointment as the initial registered agent of KEE'S WORLD LEARNING  
CENTER, INC., a Florida corporation, and accepts the obligations provided for in Section  
607.0505, Florida Statutes.

  
Katina Linette Campbell  
Registered Agent

FILED  
00 DEC 18 PM 1:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA