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Ms. Linda G. Smock
Concern, Accountability, Respect in Education, Inc.
9657 Lake Seminole Drive East
Largo, FL 33773

January 1, 2001

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

Re: Concern, Accountability, Respect in Education, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of Articles of Incorporation, together with a check in the amount of \$78.75. This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above-named corporation.

Very truly yours,

Linda G. Smock

Linda G. Smock
Concern, Accountability, Respect in Education, Inc.

Enclosures

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01 MAR -2 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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001-4071



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 21, 2001

LINDA G. SMOCK
9657 LAKE SEMINOLE DRIVE EAST
LARGO, FL 33773

SUBJECT: CONCERN, ACCOUNTABILITY, RESPECT IN EDUCATION, INC.
Ref. Number: W01000004071

We have received your document for CONCERN, ACCOUNTABILITY, RESPECT IN EDUCATION, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

The fees for profit and nonprofit, domestic or foreign are as follows:

Filings Fees:	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

I am unable to discern if this is a non-profit filing or a profit filing. I am sending you our forms and instructions for each type of filing. I attempted to call you about this matter, but was unable to obtain a phone number.

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) 487-6924.

Kimberly Rolfe
Corporate Specialist Supervisor

Letter Number: 901A00010938

ARTICLES OF INCORPORATION

of

CONCERN, ACCOUNTABILITY, RESPECT IN EDUCATION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - CORPORATE NAME

The name of the corporation is Concern, Accountability, Respect in Education, Inc.

ARTICLE II - DURATION

The corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Office and Agent of this Corporation is:

Linda G. Smock
9657 Lake Seminole Drive East
Largo, FL 33773

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation are as follows:

Linda G. Smock
9657 Lake Seminole Drive East
Largo, FL 33773

President

The method of electing directors shall be stated in the corporation's bylaws.

ARTICLE VII - INCORPORATOR

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

Linda G. Smock
9657 Lake Seminole Drive East
Largo, FL 33773

ARTICLE VIII - CORPORATE OFFICE

The corporation's principal office and mailing address shall be as follows:

9657 Lake Seminole Drive East
Largo, FL 33773

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of January, 2001.

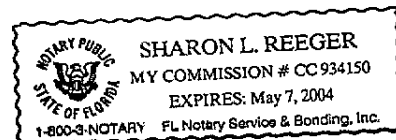
Linda G. Smock
Linda G. Smock

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Linda G. Smock and known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 1st day of January, 2001.

Sharon L. Reeger
Notary Public, State of Florida at Large
My Commission Expires:



CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF
CONCERN, ACCOUNTABILITY, RESPECT IN EDUCATION, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:


The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

9657 Lake Seminole Drive East
Largo, FL 33773

has named Linda G. Smock, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


Linda G. Smock
Registered Agent

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01 MAR -2 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA