

APR-23-2002 TUE 03:52 PM SHUTTS AND BOWEN

FAX NO. 3053819982

P. 01

Page 1 of 2

Division of Corporations

PO20000044464

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000098332 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : SHUTTS & BOWEN, LLP
Account Number : 076447000313
Phone : (305)379-9115
Fax Number : (305)381-9982

FLORIDA PROFIT CORPORATION OR P.A.

JAMES MADISON K12 ACADEMY, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

FILED
02 APR 23 AM 10:17
CLERK OF STATE
TALLAHASSEE, FLORIDA

Bm 4/24

((H02000098332 8)))

**ARTICLES OF INCORPORATION
OF
JAMES MADISON K12 ACADEMY, INC.**

ARTICLE I - NAME

The name of this Corporation is JAMES MADISON K12 ACADEMY, INC., (the "Corporation") and its street address of the initial principal office is 8000 Westpark Drive, McLean, Virginia 22102.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of one cent (\$.01) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Corporation Company of Miami and the address is 201 S. Biscayne Boulevard, Suite 1500 (JDB), Miami, Florida 33131-9767.

((H02000098332 8)))

FILED
02 APR 23 AM 10:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

((H02000098332 8)))

ARTICLE VI - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE VII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

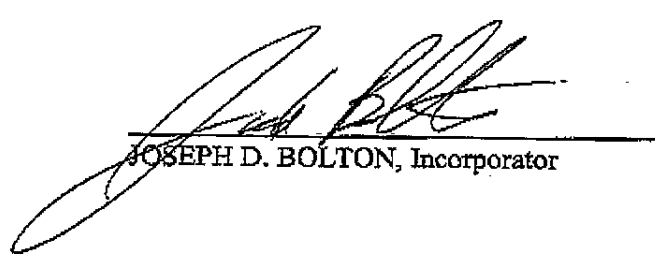
ARTICLE VIII - INCORPORATOR

The name of the person signing these Articles is Joseph D. Bolton, and his address is c/o Shutts & Bowen LLP, 1500 Miami Center, 201 S. Biscayne Boulevard, Miami, FL 33131.

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 23rd day of April, 2002.


JOSEPH D. BOLTON, Incorporator

((H02000098332 8)))

((H02000098332 8)))

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HER DUTIES.

DATED THIS 23rd DAY OF APRIL, 2002.



FELICIA HICKEY, Assistant Secretary
of Corporation Company of Miami

MIADOCS 503422.1 FAH

FILED
02 APR 23 AM 10:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

((H02000098332 8)))