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TRANSMITTAL LETTER

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

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-06/25/02--01012--002
*****78.75 *****78.75

SUBJECT: Learning Edge Company Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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: Nick V. Capitano
Name (Printed or typed)

1217 Oxbridge Dr.
Address

Lutz, Florida 33549
City, State & Zip

813-909-8225
Daytime Telephone number

FILED
2002 JUN 25 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

06-25-02 ✓

ARTICLES OF INCORPORATION
OF
LEARNING EDGE COMPANY INC.

We, the undersigned, hereby associate ourselves together for the purpose of Becoming a corporation under the Laws of the State of Florida, by and under the Provisions of the Statutes of the State providing for formation, liability, rights, privileges and immunities of a corporation for profits.

ARTICLE I

CORPORATION NAME

The name of this corporation is:

LEARNING EDGE COMPANY INC.
(Hereinafter referred to as the Corporation)

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the corporation is
1217 Oxbridge Dr., Lutz, Florida 33549.

ARTICLE III

SPECIFIC PURPOSE OF BUSINESS

1. The general nature of the business is to offer educational opportunities that will fill a need based on the experience of the founders. It will provide enrichment and academic classes.
2. This corporation will do business, together with, and in addition to, those Powers conferred by the Law of this State and the principles of common law upon corporations. In furtherance, the objects and purposes herein set forth, this corporation shall also have the following powers:
 - A. To enter into and perform contracts of every kind: to acquire and deal with its Own stock, or stock in other corporations: to guarantee another's debts in furtherance of the

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lawful purposes of the corporation: to become a partner in any lawful business or venture.

b. To apply for, purchase, register, or in any manner to acquire and dispose of patents, licenses, copyrights, trademarks, tradenames, inventions, or other rights, to work, operate, or develop the same: and to carry on any business which may directly or indirectly effectuate these objects.

c. To file, bill and collect debts of all kinds including but not limited to those concern with sale of goods and services, and to use any and all legal means to collect above debts.

d. Without limit as to amount, to draw, make, accept, endorse discount, and issue notes, drafts, bills or exchange, bonds, debentures, and other negotiable instruments and evidence of indebtedness, to the maximum permitted by Law.

e. To acquire the assets and good will of any person, firm or corporation, and to pay for such assets and good will in cash, stock of this corporation, or otherwise, or by undertaking any of the liabilities of the transferor: to hold or in any manner dispose of the property acquired: to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

f. To have one or more offices, to conduct its business and promote its objects within or without the state.

g. To carry on any other business in connection with the foregoing, and with all the powers conferred upon corporations by the Laws and statutes of the state.

3. The aforesaid enumerated powers are to be construed both as purposes and powers, and shall not be limited or restricted by the reference to or inference from the terms of any provisions herein: nor shall the expression of one thing be deemed to exclude another, although it be of like nature.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of Ten Cent (.10) par value common stock.

ARTICLE V

DIRECTORS

No additional shares of stock shall be issued unless approved by all shareholders. Record shareholders have first option rights to purchase shares from other shareholders.

The names and addresses of the first Board of Directors of this corporation who shall hold office for the first year, or until successors are chosen, shall be:

PRESIDENT: Nick V. Capitano
VICE PRESIDENT: James McManus
SECRETARY/TREASURE: Michael A. Cannella

ARTICLE VI

PRINCIPAL OFFICE AND RESIDENT AGENT

The street address of the principal office address, mailing address, and the initial registered office of this Corporation is

1217 Oxbridge Dr., Lutz, Florida 33549. The Principal address and the registered office address are the same. The name of the initial registered agent of this Corporation is NICK V. CAPITANO.

"I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation."


NICK V. CAPITANO
Registered Agent

ARTICLE VII

INCORPORATORS

The name and addresses of the Incorporators are as follows:
Nick V. Capitano, 1217 Oxbridge Dr., Tampa, Florida 33611; James McManus, 11520 River Country Drive, Riverview, Florida 33569; and Michael A. Cannella, 3420 S. Carter Street, Unit B, Tampa, Florida 33629.

Nick V. Capitano
NICK V. CAPITANO

James McManus
JAMES MCMANUS

Michael A. Cannella
MICHAEL A. CANNELLA

ARTICLE VIII

SPECIAL PROVISIONS

The officers of this corporation shall be President, Vice President, Treasurer, and a Secretary, and such other officers and agents as may be deemed necessary. All officers, agents, and factors as may be chosen in such a manner, hold their offices for such terms and have such powers and duties as may be prescribed by the by-laws or determined by the Board of Directors.

This corporation reserves the right to alter, amend, change, or repeal any provision contained in these Articles of Incorporation by a vote of its Board of Directors in the manner prescribed by Law.

IN WITNESS WHEREOF, we the undersigned subscribing incorporators have hereunto set our hands and seals this 27th day of May, 2002, for the purpose of forming this corporation under the Laws of Florida, and we hereby make and file in the Office of the Secretary of Florida, these Articles of Incorporation, and certify that the facts herein stated are true and correct.

Nick V. Capitano (Seal)
Nick V. Capitano

James McManus (Seal)
James McManus

Michael A. Cannella (Seal)
Michael A. Cannella

State of Florida
County of Hillsborough

BEFORE ME, the undersigned authority, this day personally appeared Nick V. Capitano, James McManus and Michael A. Cannella to me well known to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed the same for the purpose therein expressed.

WITNESS my hand and official seal this 27th day of May,
2002.

Lorraine Nasco
Notary Public

