

PEAVYHOUSE & OPP, P.A.

ATTORNEYS AT LAW

RUSSELL K. PEAVYHOUSE

CLIFFORD R. OPP, JR.

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PO200007632H

July 10, 2002
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

Re: Terra Luna Re-Creation, Inc.

Dear Sir:

Enclosed for filing with your division are the Articles of Incorporation for the above-named corporation (original and one copy).

Also, enclosed is our firm's check in the amount of \$78.75 in payment of the following sums:

Filing Fee	\$35.00
Certificate under seal	8.75
Registered Agent Fee	<u>35.00</u>
Total	\$78.75

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Thank you for your prompt attention and assistance.

Sincerely,


Clifford R. Opp, Jr.

CROJr/lw
enclosures

02 JUL 12 AM 9:47
SECRETARY OF STATE
DIVISION OF CORPORATIONS

T. SMITH JUL 15 2002

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**ARTICLES OF INCORPORATION
OF
TERRA LUNA RE-CREATION, INC.**

02 JUL 12 AM 9:47
SECRETARY OF STATE
DIVISION OF CORPORATIONS

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I

NAME AND PRINCIPAL ADDRESS OF CORPORATION

The name of this corporation shall be TERRA LUNA RE-CREATION, INC., and the principal address of the corporation is 117 Windhorst Road, Brandon, Florida, 33510.

ARTICLE II

COMMENCEMENT AND DURATION

The Corporation shall commence to exist as of the date of the filing of these Articles of Incorporation with the Secretary of State's Office, and shall exist perpetually thereafter until dissolved.

ARTICLE III

PURPOSE

The corporation is organized for the purpose of supplementary education for adults and children and/or transacting any and all lawful business.

ARTICLE IV

STATED CAPITAL

The corporation is authorized to issue 200 shares of no par value stock.

ARTICLE V
BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have two (2) directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the By-Laws of the corporation.

The names and street addresses of the initial directors who shall hold office until their successors, who shall be chosen at the first meeting of the stockholders, have qualified shall be:

L. CATHERINE MURPHY
117 W. Windhorst Road
Brandon, FL 33510

JANA BRODER
117 W. Windhorst Road
Brandon, FL 33510

ARTICLE VI
INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VII

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend, or repeal any By-Laws adopted by the shareholders if the shareholders provide that the By-Laws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE VIII

AMENDMENT

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE IX

INCORPORATORS

The name and address of the incorporators to these Articles of Incorporation are as follows:

L. CATHERINE MURPHY
117 W. Windhorst Road
Brandon, FL 33510

JANA BRODER
117 W. Windhorst Road
Brandon, FL 33510

ARTICLE X

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 117 W. WINDHORST ROAD, BRANDON, FLORIDA, 33511, and the name of the initial registered agent of the corporation at that address is L. CATHERINE MURPHY.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation, on this 10th day of July, 2002.

L. Catherine Murphy
L. CATHERINE MURPHY
Jana Broder
JANA BRODER

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, this 10 day of July, 2002, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared L. CATHERINE MURPHY, ✓ who is personally known to me or ✓ who has produced ✓ as photographic evidence of identification, and known by me to be the person who executed the foregoing Articles of Incorporation, has acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

[SEAL] LINDA B. WADE
Notary Public, State of Florida
My comm. exp. Dec. 29, 2002
Comm. No. CC795101

Linda B Wade
Print Name: LINDA B. WADE
NOTARY PUBLIC, State of Florida
at Large.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, this 10 day of July, 2002, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared JANA BRODER, ✓ who is personally known to me or ✓ who has produced ✓ as photographic evidence of identification, and known by me to be the person who executed the foregoing Articles of Incorporation, has acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

[SEAL] LINDA B. WADE
Notary Public, State of Florida
My comm. exp. Dec. 29, 2002
Comm. No. CC795101

Linda B Wade
Print Name: LINDA B. WADE
NOTARY PUBLIC, State of Florida
at Large.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act;

First - - That TERRA LUNA RE-CREATION, INC., desiring to organize under the laws of the State of Florida with its principal place of business in Hillsborough County, Florida, has named L. CATHERINE MURPHY, located at 117 W. WINDHORST ROAD, BRANDON, FLORIDA, 33510, as its agent to accept service of process within this state.

ACCEPTANCE

Having been named 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 provision of said Act relative to keeping open said offices.


L. CATHERINE MURPHY, Registered Agent

02 JUL 12 AM 9:47
SECRETARY OF STATE
DIVISION OF CORPORATIONS