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TRANSMITTAL LETTER

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

SUBJECT: GOOD SHEPHERD LEARNING CENTER, INC.

Dear Sir or Madam:

Please find enclosed for filing one original and one copy of the Articles of Incorporation. Also enclosed is a check in the amount \$87.50 for the filing fee, certified copy and certificate of status.

Please return to:

GOOD SHEPHERD LEARNING CENTER, INC.

C/O KATHRYN LAVENDER - Registered Agent & Incorporator

904 STARBIRD ST EUSTIS, FL 32726.

NOTE: The original and one copy of the articles are enclosed.

ARTICLES OF INCORPORATION

In Compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

O3 MAY 12 AM 10: 30 The name of the Corporation shall be: GOOD SHEPHERD LEARNING

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation is: 904 STARBIRD ST in EUSTIS, FL 32726. The mailing address for all legal correspondence is: 904 STARBIRD ST in EUSTIS, FL 32726.

ARTICLE III **PURPOSE**

This corporation was established as a professional profit corporation.

ARTICLE IV SHARES

The aggregate number of shares which the Corporation has authority to issue 1,000 shares of common stock with no par value.

INITIAL OFFICERS/DIRECTORS ARTICLE V

KATHRYN LAVENDER PRESIDENT/DIRECTOR 2420 E CROOKED LAKE CLUB BLVD EUSTIS, FL 32726

MARYANNE MILLER VICE-PRESIDENT/DIRECTOR 39007 LAKE BURNS RD UMATILLA, FL 32787

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the initial registered agent and office of the Corporation is: KATHRYN LAVENDER located at: 2420 E CROOKED LAKE CLUB BLVD EUSTIS, FL 32726

ARTICLE VII INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is: KATHRYN LAVENDER located at: 2420 E CROOKED LAKE CLUB BLVD EUSTIS, FL 32726

Having been named as registered agent to accept service for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

ENDER - Registered Agent

04/25/03 DATE

DATE