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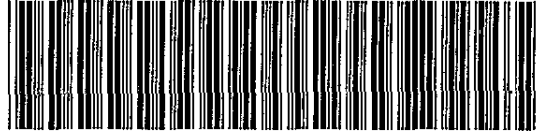
(Business Entity Name)

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03 JUL 31 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: Smith Prep, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$70.00 to cover the filing fee.

FROM: Scott C Smith
349 Lazy Acres Lane
Longwood, FL 32750
407-830-8274

Note: Please provide the original and one copy of the Articles.

ARTICLES OF INCORPORATION

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

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ARTICLE I NAME

The name of the corporation shall be:

Smith Prep, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

349 Lazy Acres Lane
Longwood, FL 32750

ARTICLE III Purpose

The purpose of the corporation will be to provide classical academic education to 150 to 200 home schooled children on a weekly basis for an academic year of 32 weeks. Education includes all standard subjects for grades four through eleven. The corporation may also engage in related activities that will enhance and improve the educational experience for the students including SAT prep, summer camping programs, field trips and any other related lawful activities.

ARTICLE IV CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100,000 Shares

ARTICLE V REGISTERED AGENT

The name and address of the initial registered agent is:

Scott C Smith
349 Lazy Acres Lane
Longwood, FL 32750

ARTICLE VI INCORPORATOR(S)

The name and street address of the incorporator to these Articles of Incorporation is:

Scott C Smith
349 Lazy Acres Lane
Longwood, FL 32750

.....
Having been named as registered agent to accept service of process 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.

Scott C. Smith
Signature/Registered Agent

7/29/03
Date

Scott C. Smith
Signature/Incorporator

7/29/03
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA