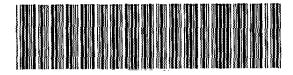
# P04000025123

(Requestor's Name)					
(Address)					
(Address)					
(City/State/Zip/Phone #)					
PICK-UP WAIT MAIL					
(Business Entity Name)					
_					
(Document Number)					
Certified Copies Certificates of Status					
Special Instructions to Filing Officer:					

Office Use Only



900027481779

DEFECTIONS FERTIENS

RECEIVED



ACCOUNT NO. : 072100000032

REFERENCE: 427743 7145323

AUTHORIZATION ?

COST LIMIT : \$ 70.00

ORDER DATE: February 6, 2004

ORDER TIME : 10:59 AM

ORDER NO. : 427743-010

CUSTOMER NO: 7145323

CUSTOMER: Mr. Wade Boyette

Grayrobinson, P.a.

P.o. Box 120848

Clermont, FL 34712-0848

## DOMESTIC FILING

NAME:

EARLY START LANGUAGE, INC.

## EFFECTIVE DATE:

XX	ARTICLES OF	INCORPORATION
	CERTIFICATE	OF LIMITED PARTNERSHIP
	ARTICLES OF	ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 2935

EXAMINER'S INITIALS:

## ARTICLES OF INCORPORATION

OF

# EARLY START LANGUAGE, INC.

The undersigned natural person of legal age, acting as incorporator under the provisions of Florida Statutes, Chapter 607, adopts the following Articles of Incorporation:

# ARTICLE I

Name

The name and street address of this corporation shall be: **EARLY START LANGUAGE**, **INC.**, 5538 W. LAKE BUTLER ROAD, WINDERMERE, FL. 34786. The mailing address of this corporation shall be 5538 W. LAKE BUTLER ROAD, WINDERMERE, FL. 34786.

## ARTICLE II

**Purposes** 

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

# ARTICLE III

Stock

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 1,000 shares of common stock each with a par value of \$1.00.

# ARTICLE IV

Subscribers, Incorporators & Directors

The name and address of the Subscriber and Incorporator is:

NAME

ADDRESS

CAROLYN C HILL

5538 W. LAKE BUTLER ROAD WINDERMERE, FL. 34786

The name and address of the Director is:

**NAME** 

**ADDRESS** 

CAROLYN C HILL

5538 W. LAKE BUTLER ROAD WINDERMERE, FL. 34786

#### ARTICLE V

## Informal Shareholder Action

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

# ARTICLE VI

# Fundamental Changes

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- (a) Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
  - (b) Reorganization, merger or consolidation of the corporation;
- (c) Sale, lease or exchange of the major portion of the property or assets of the corporation; or
  - (d) Dissolution of the corporation.

# ARTICLE VII

## Term of Existence

This corporation shall exist perpetually.

# ARTICLE VIII

#### Directors

- A. The business of the corporation shall be managed initially by one (1) director. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one (1) director.
- B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote. Directors who are not stockholders may be removed for cause by a majority vote of all classes of stock entitled to vote. Any director who is also a stockholder may be removed for cause by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote exclusive of his own shares of stock.
- C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill his own vacancy by voting for himself without prior approval \( \text{307155}\text{1-#9239 v1} \)

secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of his own shares of stock.

D. Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

# ARTICLE IX Effective Date

The date that corporate existence shall begin shall be the date of filing of these Articles of Incorporation with the state of Florida.

# ARTICLE X Registered Office and Registered Agent

The address of the initial registered office of this corporation is 5538 W. LAKE BUTLER ROAD, WINDERMERE, FL. 34786. The name and address of the Registered Agent of this corporation is CAROLYN C HILL, 5538 W. LAKE BUTLER ROAD, WINDERMERE, FL. 34786.

# ARTICLE XI Bylaws

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this 4 day of February 2004.

CAROL VNOHILL

# **ACCEPTANCE**

I hereby accept appointment	as Registered Agent	of EARLY START	LANGUAGE, INC.
-----------------------------	---------------------	----------------	----------------

Dated: <u>40, 4</u>, 2004.

CAROLYN CHILL

TORING TORING