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PICK-UP WAIT MAIL

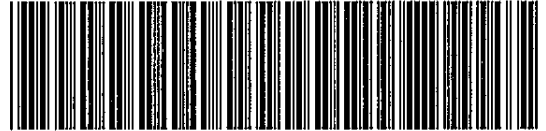
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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02/24/06--01025--008 **137.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 MAR 16 PM 12:48

W069525

B. McKnight MAR 16 2006

TRANSMITTAL LETTER

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

SUBJECT: Academic Achievement, Inc

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
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FROM: Deborah H Briggs

Name (printed or typed)

6403 Via Rosa

Address

Boca Raton, FL 33433

City, State & Zip

561.367.9422

Daytime Telephone Number



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 27, 2006

DEBORAH H BRIGGS
6403 VIA ROSA
BOCA RATON, FL 33433

SUBJECT: ACADEMIC ACHIEVEMENT, INC.
Ref. Number: W06000009525

We have received your document for ACADEMIC ACHIEVEMENT, INC. and your check(s) totaling \$137.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 406A00013599

CERTIFICATE OF DOMESTICATION

The undersigned, Deborah H Briggs, President,
(Name) (Title)

of Academic Achievement, Inc a foreign corporation,
(Corporation Name)
in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was April 12, 1996
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was New York, New York
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Academic Achievement, Inc
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Academic Achievement NY, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was New York, New York
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of Academic Achievement, NY, Inc

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 16 day of February, 2006

[Signature]
(Authorized Signature)

Filing Fee:	
Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

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ARTICLES OF INCORPORATION
IN COMPLIANCE WITH CHAPTER 607, F.S.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:

Academic Achievement, Inc *Academic Achievement NY, Inc*

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS/MAILING ADDRESS IS:

6403 Via Rosa, Boca Raton, FL 33433

ARTICLE III PURPOSE

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED:

to provide academic support to students K-12

ARTICLE IV SHARES

THE NUMBER OF SHARES OF STOCK IS:

100

ARTICLE V INITIAL DIRECTORS AND/ OR OFFICERS

THE NAME(S) AND ADDRESS(ES) AND SPECIFIC TITLES:

Deborah H Briggs, President

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND FLORIDA STREET ADDRESS (P.O. BOX NOT ACCEPTABLE) OF THE REGISTERED AGENT IS:

Deborah H Briggs, 6403 Via Rosa, Boca Raton, FL 33433

ARTICLE VII INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

Deborah H Briggs, 6403 Via Rosa, Boca Raton, FL 33433

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HAVING BEEN NAMED AS REGISTERED AGENT AND 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.

Signature/Registered Agent

Date

2/16/06

Signature/Incorporator

Date

2/16/06