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From: Ricky Soto

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**001477.50966**

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**EADS EDUCATION AND DEVELOPMENT SERVICES, INC.**

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**ARTICLES OF INCORPORATION**  
**OF**  
**EADS EDUCATION AND DEVELOPMENT SERVICES, INC.**

**ARTICLE I**

The name of the corporation is Eads Education and Development Services, Inc., a Florida corporation (the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is 1776 Chucunantah Road, Miami, Florida 33133.

**ARTICLE III**

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Capital Stock having a par value of \$0.01 per share.

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE V**

The street address of the Corporation's initial registered office is 1428 Brickell Avenue, Suite 100, Miami, Florida 33131, County of Miami-Dade, State of Florida and the name of its initial registered agent at such office is Nicole Taplin, Esq.

**ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one (1), and the name and address of the member of the initial Board of Directors, who is to serve as the Corporation's director until successors are duly elected and qualified is:

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Linda J. Eads  
1776 Chucunantah Road  
Miami, Florida 33133

**ARTICLE VII**

The name and address and offices of the initial officers of the Corporation, who are to serve as the Corporation's officers until successors are duly elected and qualified are:

Linda J. Eads – President and Secretary  
1776 Chucunantah Road  
Miami, Florida 33133

Harvey C. Eads, Jr. - Vice President  
1776 Chucunantah Road  
Miami, Florida 33133

**ARTICLE VIII**

The name of the Incorporator is Nicole Taplin, Esq. and the address of the Incorporator is 1428 Brickell Avenue, Suite 100, Miami, Florida 33131.

**ARTICLE IX**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 25<sup>th</sup> day of April, 2006.



Nicole Taplin, Esq., Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of Eads Education and Development Services, Inc. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.



Nicole Taplin, Esq., Registered Agent  
Dated: April 25, 2006

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