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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 115762 4365401

AUTHORIZATION :

COST LIMIT : \$

[Handwritten signature]

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 18, 2006

ORDER TIME : 12:08 PM

ORDER NO. : 115762-010

CUSTOMER NO: 4365401

113.75

DOMESTIC FILING

NAME: CA CORAL SPRINGS, INC.

EFFECTIVE DATE:

XX CERTIFICATE OF CONVERSION
XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 2914

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DIVISION OF CORPORATIONS
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EXAMINER'S INITIALS: _____

CERTIFICATE OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO A
FLORIDA PROFIT CORPORATION

FILED
2006 MAY 22 PM 4:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and the attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida Profit Corporation in accordance with Section 607.1115 of the Florida Statutes:

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is CA Coral Springs LLC.

L01000002598

2. The "Other Business Entity" is a Limited Liability Company first organized, formed or incorporated under the laws of the State of Florida on February 19, 2001.

3. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation is CA Coral Springs, Inc.

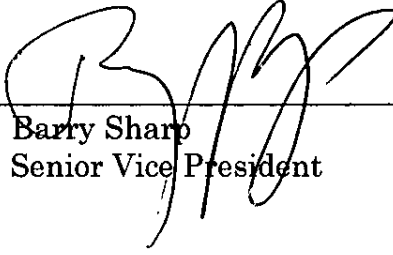
4. This Certificate of Conversion shall be effective upon filing with the Florida Department of State.

[Signature on following page]

IN WITNESS WHEREOF, this Certificate of Conversion has been
executed on this 17th day of May, 2006.

CA CORAL SPRINGS LLC:

By: IMAGINE SCHOOLS, INC.
Its Sole Member

By: 
Name: Barry Sharp
Title: Senior Vice President

ARTICLES OF INCORPORATION
OF
CA CORAL SPRINGS, INC.

FILED
2006 MAY 22 PM 4:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is CA Coral Springs, Inc.

SECOND: The street address, wherever located, of the principal office of the corporation is 3250 Mary Street, Suite 202, Coconut Grove, Florida 33133-5232.

THIRD: The number of shares that the corporation is authorized to issue is One Thousand (1,000), all of which are of a par value of One Dollar (\$1.00) each and are of the same class and are Common shares.

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301. The name of the initial registered agent of the corporation at the said registered office is Corporation Service Company.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporator are:

NAME

ADDRESS

Isabel Berio

1005 North Glebe Road
Suite 610
Arlington, Virginia 22201

SIXTH: No holder of any of the shares of any class of the corporation shall be entitled as of right to subscribe for, purchase, or otherwise acquire any shares

of any class of the corporation which the corporation proposes to issue or any rights or options which the corporation proposes to grant for the purchase of shares of any class of the corporation or for the purchase of any shares, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights to subscribe for, purchase, or otherwise acquire shares of any class of the corporation; and any and all of such shares, bonds, securities, or obligations of the corporation, whether now or hereafter authorized or created, may be issued, or may be reissued if the same have been reacquired and if their reissue is not prohibited, and any and all of such rights and options may be granted by the Board of Directors to such individuals and entities, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine, without first offering the same, or any thereof, to any said holder.


SEVENTH: The purposes for which the corporation is organized are as follows:

To operate a private day school and to have all of the general powers granted to corporations organized under the Florida Business Corporation Act, whether granted by specific statutory authority or by construction of law.

EIGHTH: The duration of the corporation shall be perpetual.

NINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of this 17th day of May, 2006.

By: 
Name: Isabel Berio
Title: Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

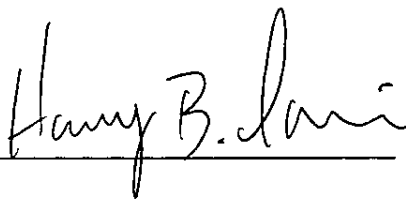
CORPORATION SERVICE COMPANY

By: _____

Name:

Title:

Date:

A handwritten signature in cursive script, reading "Harry B. Davis", written over a horizontal line.

Harry B. Davis
Asst. Vice President