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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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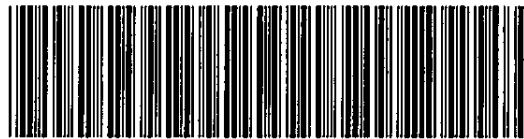
(Business Entity Name)

(Document Number)

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2007 MAY -4 PM 3:27

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch MAY 4 2007

**Paul J. Burns, Esq.**

12525 Walsingham Road  
Largo, Fl 33774  
(727) 595-4540  
(727) 596-1016 Fax

May 2, 2007

Florida Department of State  
Division of Comm. Recording  
P.O. Box 6327  
Tallahassee, Fl 32314

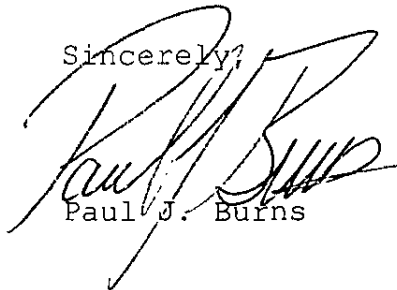
Re: PHILLIP ROY ACADEMY, INC.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation for the above entity. Kindly file the same and return a filed copy to my office. I have enclosed a check in the amount of \$70.00 for your fees.

If anything further is needed, do not hesitate to contact my office.

Sincerely,

A handwritten signature in black ink, appearing to read 'Paul J. Burns', is written over the typed name. The signature is stylized with a large, sweeping 'P' and 'B'.

Paul J. Burns

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2007 MAY -4 PM 3:27

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
PHILLIP ROY ACADEMY, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation:

**ARTICLE ONE  
NAME**

The name of the corporation is **PHILLIP ROY ACADEMY, INC.**

**ARTICLE TWO  
DURATION**

The term of duration of the corporation is perpetual.

**ARTICLE THREE  
PURPOSE**

The purpose or purposes for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of this state necessary to or associated with operating educational programs.

**ARTICLE FOUR  
STOCK**

The aggregate number of shares which the corporation has authority to issue is 1000, all of which shall be common shares with a par value of \$1.00.

**ARTICLE FIVE  
REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 13064 Indian Rocks Road, Largo, Fl 33774, and the name of the initial registered agent at such address is Phil Padol.

**ARTICLE SIX  
PRINCIPAL OFFICE**

The street address of the principal office is 13064 Indian Rocks Road, Largo, Fl 33774, and the mailing address of the corporation is 13064 Indian Rocks Road, Largo, Fl 33774.

**ARTICLE SEVEN  
DIRECTORS**

The board of directors of the corporation shall consist of two (2) members and may be changed from time to time in accordance with the By-laws of the corporation. The initial Board of Directors shall consist of Phil Padol and Ruth Bragman.

**ARTICLE EIGHT  
INCORPORATORS**

The name and address of the incorporator is Paul J. Burns, 12525 Walsingham Road, Largo, Florida 33774.

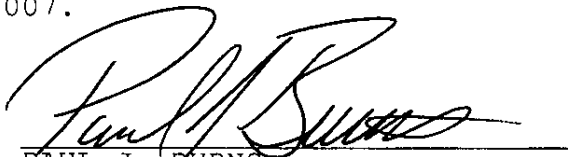
**ARTICLE NINE  
INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE TEN  
COMMENCEMENT OF EXISTENCE**

The corporation shall be deemed to commence its existence on the date of the filing of these Articles of Incorporation.

The undersigned has executed these Articles of Incorporation this 2nd day of May, 2007.

  
\_\_\_\_\_  
PAUL J. BURNS  
INCORPORATOR

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 2nd day of May, 2007, by Paul J. Burns, who is personally known to me or who has produced a Florida Drivers license as identification.

  
\_\_\_\_\_  
Notary Public

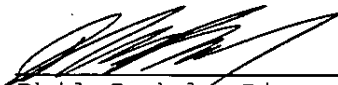
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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of the Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

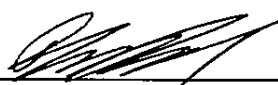
1. The name of the corporation is **PHILLIP ROY ACADEMY, INC.**
2. The name and address of the registered agent and office is Phil Padol, 13064 Indian Rocks Road, Largo, Fl 33774.

  
\_\_\_\_\_  
Phil Padol, Director  
Date: May 2, 2007

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby 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.

DATED this 2nd day of May, 2007.

  
\_\_\_\_\_  
Phil Padol  
Registered Agent