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#### Law Office of P. Gray Finney LLC

155 South Warren Street Mobile, Alabama 36602 Phone: 251-432-3781 Fax: 251-432-3787

pgrayfinney@finneylaw.com www.finneylaw.com P. Gray Finney
Attorney At Law

Licensed in Alabama, Florida and Mississippi

July 31, 2007

VIA U.S. MAIL

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

RE: EDUSOAR, CORP.

Dear Sir/Madam:

Enclosed are an original and one (1) copy of the Articles of Incorporation and the original Certificate of Designation of Registered Agent/Registered Office, and a check for \$87.50 for the Filing Fee, Certified Copy and Certificate of Status for *Edusoar, Corp.* 

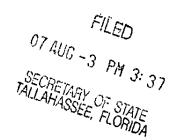
Please do not hesitate to contact me with any questions or issues.

Sincerely

P. Gray Finhey

enclosures

## ARTICLES OF INCORPORATION OF EDUSOAR, CORP.



#### **ARTICLE I -- Name**

The name of the corporation is Edusoar, Corp.

#### **ARTICLE II -- Duration**

The period of existence of the corporation is perpetual.

#### ARTICLE III -- Purpose

The purpose for which the corporation is organized is: Educational curriculum design, training, coaching, and strategic planning service; and the transaction of any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

#### ARTICLE IV -- Principal Office and Mailing Address

The principal place of business of the corporation is 35517 Welby Court, Zephyrhills, Florida 33541. The mailing address of the corporation is 35517 Welby Court, Zephyrhills, Florida 33541.

#### ARTICLE V -- Registered Office and Registered Agent

The initial registered office is at 35517 Welby Court, Zephyrhills, Florida 33541. The name of the initial registered agent at that address is Kathleen A. Oropallo, PH.D.

#### **ARTICLE VI -- Authorized Shares**

The corporation is authorized to issue One Hundred (100) shares of common stock having a par value of \$1.00 a share.

#### ARTICLE VII -- Management by Shareholders

The business of the corporation shall be managed by the shareholders without a board of directors.

#### **ARTICLE VIII -- Incorporators**

The name and address of the incorporator is: P. Gray Finney, Law Office of P. Gray Finney LLC, 155 South Warren Street, Mobile, Alabama 36602.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation this 3/sr day of July 2007.

P. Gray Finney

Law Office of P. Gray Finney LLC

155 South Warren Street Mobile, Alabama 36602

### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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

- 1. The name of the corporation is *Edusoar, Corp.*
- 2. The address of the registered office is 35517 Welby Court, Zephyrhills, Florida 33541.
- 3. The name of the registered agent at the registered office is Kathleen A. Oropallo, PH.D.

Dated: July 31, 2007

EDUSOAR, CORP.

By: Kathleen A. Oropallo

President

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 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.

\_\_\_\_\_\_\_

Dated: July <u>31</u>, 2007

Kathleen A Oronallo