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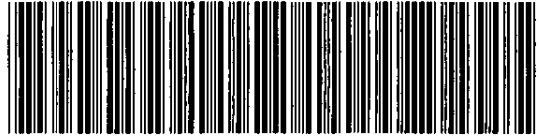
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FILED  
2008 FEB 25 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend  
Tlews  
2/25/08

**Academic Improvement Specialists, Inc.**

6513 NW 54<sup>th</sup> Street, Ft. Lauderdale, Florida 33319-7262

Phone: (954) 533-5538 – (954) 260-1666

Email: bush777@comcast.net

January 22, 2008

Amendment Section  
Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: Academic Improvement Specialists, Inc.  
First Amendment To Articles Of Incorporation –

Dear Sir or Madam:

With regard to the above referenced corporation, enclosed please find the following:

- [1] Original and one copy of the First Amendment To Articles Of Incorporation
- [2] Our check in the amount of \$43.75 representing your filing fee and one certified copy.

Please file the amendment and return a certified copy to me at the address above written. Should you have any questions, I can be reached at the telephone numbers above. Thank you for your prompt attention in this matter.

Sincerely,



Michael Bush  
Director/President  
Enc. [1]



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 1, 2008

MICHAEL BUSH  
ACADEMIC IMPROVEMENT SPECIALISTS, INC.  
6513 N.W. 54TH STREET  
FORT LAUDERDALE, FL 33319-7262

SUBJECT: ACADEMIC IMPROVEMENT SPECIALISTS, INC.  
Ref. Number: P07000119014

We have received your document for ACADEMIC IMPROVEMENT SPECIALISTS, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The above entity is a Florida corporation prepared pursuant to profit statutes (chapter 607, Florida Statutes). Please remove any reference to (617) not for profit statutes.

Please return 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) 245-6905.

Thelma Lewis  
Document Specialist Supervisor

Letter Number: 208A00006942

*Done  
and*

*Resubmitted*

*Thank You!*

RECEIVED  
2008 FEB 25 AM 18:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FIRST AMENDMENT TO  
ARTICLES OF INCORPORATION  
of  
ACADEMIC IMPROVEMENT SPECIALISTS, INC.  
Florida Registration #P07000119014**

**FILED**  
2008 FEB 25 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This **First Amendment to Articles of Incorporation** is filed pursuant to Section 607.1006, Florida Statutes. The amendments herein were adopted by the Board of Directors without shareholder action and shareholder action was not required.

**Article I – Name**

The name of this Corporation shall be **ACADEMIC IMPROVEMENT SPECIALISTS, INC.**, hereinafter referred to as the “Corporation.”

**Article II – Principal Office**

The principal place of business and mailing address of this corporation is 6513 Northwest 54<sup>th</sup> Street, Fort Lauderdale, Broward County, Florida, 33319.

**Article III – Purpose & Powers**

The purpose for which this corporation is organized is any and all lawful business. The powers of the Corporation shall be provided in the Corporation's Bylaws in accordance with Chapter 607, Florida Statutes. The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized; to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use and dispose of real or personal property in connection with the purposes of the Corporation, to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a corporation not for profit under Florida law. In addition to the powers specified, the Corporation shall have the additional powers specified in its bylaws.

#### Article IV – Shares

The initial number of shares of stock for the corporation is one million [1,000,000].

#### Article V – Registered Agent & Office

The corporation's initial registered office address is 6513 NW 54<sup>th</sup> Street, Fort Lauderdale, Florida, Broward County, Florida and the name of its initial registered agent at said address is Michael P. Bush.

#### Article VI – Officers & Directors

Management of the corporation shall be vested in the corporation's Board of Directors. The number and method of election of directors and their terms of office, as well as all other provisions regarding regulation of the affairs of the shall be as stated in the Bylaws.

The names and addresses of the directors of this corporation are as follows:

- Director - Michael P. Bush 6513 NW 54<sup>th</sup> St, Ft Lauderdale, Florida 33319
- Director - Lauren A. Bush 6513 NW 54<sup>th</sup> St, Ft Lauderdale, Florida 33319

The names and addresses of the officers of this corporation are as follows:

- President - Michael P. Bush 6513 NW 54<sup>th</sup> St., Ft Lauderdale, Florida 33319
- Vice President - Lauren A. Bush 6513 NW 54<sup>th</sup> St, Ft Lauderdale, Florida 33319
- Secretary – Lauren A. Bush 6513 NW 54<sup>th</sup> St, Ft. Lauderdale, Florida 33319
- Treasurer – Michael P. Bush 6513 NW 54<sup>th</sup> St, Ft. Lauderdale, Florida 33319

#### Article VII – Meetings

After incorporation, the appropriate members of the Corporation shall hold an organizational meeting in accordance with Chapter 607 Florida Statutes, as amended for the purpose of appointing officers, adopting bylaws and conducting other necessary business. The Board of Directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all directors participating to simultaneously hear one another. A director participating in such meeting is deemed present at the meeting. In the alternative,

the Board of Directors may take actions through signed electronic mail [e-mail] communications provided that all board members agree to same.

#### Article VIII – Incorporator

The name and address of the initial incorporator is Kirsten Curry, 13122 NE 20<sup>th</sup> Street, Suite 100, Bellevue, Washington 98005.

#### Article VIII – Term

This corporation shall commence corporate existence upon the filing of these articles by the Florida Department of State and shall have perpetual existence unless sooner dissolved according to law.

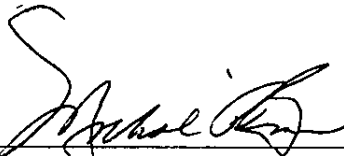
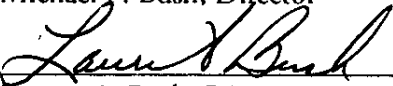
#### Article IX – Amendments

The Board of Directors of the Corporation may amend these Articles of Incorporation as it may deem necessary for the conduct of its business and the carrying out of its purposes. Upon written or oral notice, the Articles of Incorporation may be amended, altered, or rescinded by a majority vote of the Board of Directors of the Corporation, in accordance with procedures established by the Bylaws.

#### Article IX – Indemnification

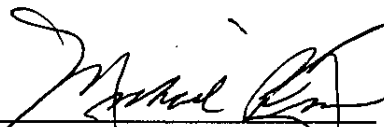
Every person who now is or hereafter shall be an officer, employee or agent of the Corporation shall be indemnified by the corporation against all costs and expenses (including legal fees), judgments, fines and amounts paid in defense and settlement, reasonably incurred by or imposed upon him/her by or in connection with any threatened, pending or completed action, suit or proceeding of whatever nature, to which he is or shall be made a party by reason of his or her being an officer, employee or agent of the corporation, to the maximum extent permitted by law. The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter is entitled as a matter of law.

IN WITNESS WHEREOF the undersigned incorporator and directors executed these Articles  
of Incorporation on Jan 24, 2008 ~~February~~, 2004.

  
Michael P. Bush, Director  
  
Lauren A. Bush, Director

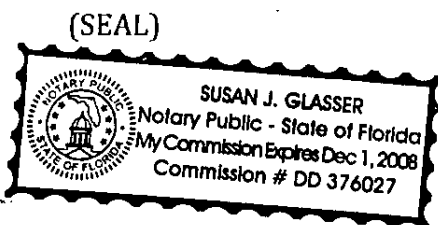
Acceptance By Registered Agent


On this 24 day of January, 2008 having been named as registered agent and to accept  
service of process for Franchise Advisors, Inc. 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.

  
Michael P. Bush, Registered Agent

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of January, 2008  
by MICHAEL P. BUSH and LAUREN A. BUSH who are personally known to me or who  
produced FDI- as identification and who did/did not take an oath.



  
Notary Public - State of Florida