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SECRETARY OF STATE

DW JAN 2 4 2008

# **COVER LETTER**

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

SUBJECT: TEAC	CHER EDUCATION UN	NIVERSITY, INC.	
	(PROPOSED CORPORA	TE NAME – <u>MÜST INCL</u>	UDE SUFFIX)
Enclosed are an orig	inal and one (1) copy of the arti	cles of incorporation and	a check for:
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy	\$87.50 Filing Fee, Certified Copy & Certificate of Status
		ADDITIONAL CO	PY REQUIRED
FROM: M	ATEER & HARBERT,	P.A. c/o James B	. Bogner
	225 E. ROBINSON ST	REET, STE. 600	
	,	Address	
	ORLANDO, FL 32801	State & Zip	
	City,	State & Zip	
	(407) 425-9044	elephone number	
	Day time 1	erepriorie number	

NOTE: Please provide the original and one copy of the articles.

FILED

### ARTICLES OF INCORPORATION

**OF** 

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TEACHER EDUCATION UNIVERSITY, INC. 🛫

SECRETARY OF STATE

## **ARTICLE I**

The name of this Corporation is TEACHER EDUCATION UNIVERSITY, INC.

### **ARTICLE II**

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

### **ARTICLE III**

The aggregate number of shares which the Corporation shall have the authority to issue shall be 10,000 shares of common stock. Each of such shares shall have a par value of \$0.01 per share.

### ARTICLE IV

The street address and the mailing address of the place of business of the Corporation is 1079 Morse Boulevard, Suite B, Winter Park, Florida 32789. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 1079 Morse Boulevard, Suite B, Winter Park, Florida 32789, and the name of the Corporation's initial registered agent to receive service of process is Vince Welsh.

### **ARTICLE V**

The number of Directors constituting the initial Board of Directors is one. The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws. The name and address of the Director is:

<u>Name</u>

Address

Richard C. Wortham

2655 Villa Creek Drive, Suite 200 Dallas, Texas 75234-7300

### **ARTICLE VI**

The name and address of the incorporator is Richard C. Wortham, 2655 Villa Creek Drive, Suite 200, Dallas, Texas 75234-7300.

### **ARTICLE VII**

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

### ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

DATED: January 4, 2008.

Richard C. Wortham

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING THE AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That TEACHER EDUCATION UNIVERSITY, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 1079 Morse Boulevard, Suite B, Winter Park, Florida 32789, Orange County, State of Florida, has named Vince Welsh as its agent to accept service of process within the State.

### ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Vince Welsh

(Registered Agent)