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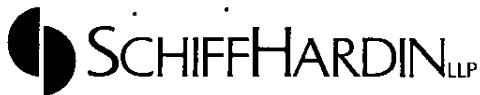
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

AUG 17 2010
D.A. WHITE



Eric A. French
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1201 WEST PEACHTREE STREET
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August 13, 2010

VIA FEDERAL EXPRESS

Department of State
Florida Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**Regarding: A Beka Book International, Inc.
Articles of Incorporation (For Profit Corporation)
Articles of Incorporation**

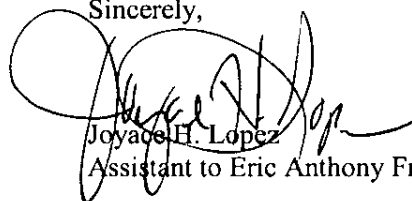
To Whom It May Concern:

In connection with the above referenced filing, enclosed please find the following:

1. One (1) executed original and one (1) additional required copy of the Articles of Incorporation for A Beka Book International, Inc.; and
2. Our firm check #413732 in the amount of \$87.50 for the Filing Fee, Certified Copy and Certificate of Status.

Please file the Articles of Incorporation and return a **Certified Copy** and **Certificate of Status** to me at the address above. If you have any questions regarding the enclosed, please feel free to telephone me at 404.437.7067.

Sincerely,



Joyace H. Lopez
Assistant to Eric Anthony French

EAF:jhl
Enclosures

AT8209356 1

COVER LETTER

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

SUBJECT: A Beka Book International, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles 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 COPY REQUIRED

FROM: Eric A. French, Esq.

Name (Printed or typed)

Schiff Hardin LLP, 1201 W Peachtree Street NE Suite 2300

Address

Atlanta, GA 30309

City, State & Zip

(404) 437-7022

Daytime Telephone number

efrench@schiffhardin.com

E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION
OF
A BEKA BOOK INTERNATIONAL, INC.**

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Article I: The name of the corporation is A Beka Book International, Inc. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article II: The principal place of business of the corporation is Suite B 240 Waveland Street, Pensacola, Florida 32503. The mailing address of the corporation is P.O. Box 19100, Pensacola, Florida 32523-9100.

Article III: The purpose for which this corporation is organized is to transact any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607 of the Florida Statutes including, but not limited to the following:

To conduct any and all activities that will contribute to the general education and religious training of students, and in furtherance of the spread of Christianity. The organization shall endeavor to instruct students in the essentials of culture, giving special emphasis to the Christian view of life and the standard of ethics as set forth in the Holy Scriptures, and affirming basic truths of biblical Christianity including the following:

The Bible is the inspired Word of God and the Christian's final authority for faith and practice (II Timothy 3:16). The birth of Jesus Christ is evidence of His Deity, in that He was Virgin born and was God in the flesh (Matthew 1:20, I Timothy 3:16). The Blood of Jesus Christ, shed on Calvary, is the only Atonement for man's sin (I Peter 1:18-19, I John 1:9, John 14:6). The burial, bodily Resurrection of Jesus Christ from the tomb, and His ascension into Heaven. (I Corinthians 15:1-4). The Body of Christ, also called the Church, is composed of all born-again believers who have by faith accepted Jesus Christ as Savior (Ephesians 2:8-22, 3:1-21, 4:4-16, 5:23-32). The Blessed hope of the personal return of Jesus Christ back to earth. (Titus 2:13). The believers call is to a life of consecration which requires increasing in the knowledge of Christ and growing in grace (Colossians 1:10, II Peter 3:18, John 15:4-5). The will of God for all believers is to give evidence of sanctification to the world through being honorable in all relations with others (Romans 12:1-2, I Thessalonians 4:3, James 1:27). God created man and woman and instituted marriage between one man and one woman, as a picture of Christ's relationship with the church (I Corinthians 7:1-17, Hebrews 13:4, Matthew 19: 3-12, Ephesians 5:22-33).

In accordance with the teachings of the Word of God, this organization is committed to the following:

- (1) The instruction and education of students on the campus or campuses, in Christian schools and home schools located elsewhere, and through educational textbooks and materials distributed should always conform to the Word of God.

To do any or all of the things hereinabove set forth, and all things usual, necessary or proper in furtherance of or incidental to said purposes.

Article IV: The total number of shares of stock which the corporation shall have authority to issue is One Thousand (1,000) shares of Common Stock having \$1.00 (One Dollar) par value per share.

Article V: [INTENTIONALLY OMITTED]

Article VI: The initial Registered Agent of the corporation is Dr. Arlin Horton. The address of the initial Registered Agent is 250 Brent Lane, Pensacola, Florida 32503.

Article VII: The name and mailing address of the incorporator are Dr. Arlin Horton, 250 Brent Lane, Pensacola, Florida 32503.

Article VIII: In furtherance and not in limitation of the powers conferred by statute, the board of directors of the corporation is expressly authorized:


- (1) To adopt, amend or repeal the by-laws of the corporation; and
- (2) To provide for the indemnification of directors, officers, management, employees and agents of the corporation, and of persons who serve other enterprises in such or similar capacities at the request of the corporation, to the full extent permitted by the Florida Business Corporation Act or any other applicable laws, as may from time to time be in effect.

Article IX: A director of the corporation shall not be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, by a director, unless: (a) the director breached or failed to perform his or her duties as a director; and (b) the director's breach of, or failure to perform, those duties constitutes: (i) a violation of the criminal law, unless the director had reasonable cause to believe his or her conduct was lawful or had no reasonable cause to believe his or her conduct was unlawful; (ii) a transaction from which the director derived an improper personal benefit, either directly or indirectly; (iii) a circumstance under which the liability provisions of Section 607.0834 of the Florida Business Corporation Act are applicable; (iv) in a proceeding by or in the right of the corporation to procure a judgment in its favor or by or in the right of a shareholder, conscious disregard for the best interest of the corporation, or willful misconduct; or (v) in a proceeding by or in the right of someone other than the corporation or a shareholder, recklessness or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property.

Article X: Action may be taken by the shareholders of the corporation, without a meeting, by written consent as and to the extent provided at the time by the Florida Business Corporation Act.


Article XI: The corporation reserves the right to amend its articles of incorporation, and thereby to change or repeal any provision therein contained, from time to time, in the manner prescribed at the time by statute, and all rights conferred upon stockholders by such articles of incorporation are granted subject to this reservation.

The undersigned, being the incorporator herein, has executed these Articles of Incorporation this 6th day of August 2010, thereby acknowledging under penalties of perjury that the foregoing is the act and deed of the undersigned and that the facts stated therein are true.

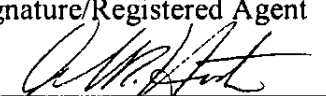


Incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

BY: 

Signature/Registered Agent



Signature/Incorporator

8/6/2010
Date

8/6/2010
Date

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TALLAHASSEE, FLORIDA