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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Palencia Montessori Academy, Inc.**

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ARTICLES OF INCORPORATION  
PALENCIA MONTESSORI ACADEMY, INC.

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ARTICLE I - NAME

The name of this Corporation is PALENCIA MONTESSORI ACADEMY, INC.

ARTICLE II - NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 10,000 shares of common stock at a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address and mailing address of the principal office of this Corporation is 5970 U.S. Hwy. 1 North, St. Augustine, Florida 32095. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders of the Corporation.

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**ARTICLE VII – INITIAL DIRECTORS AND OFFICERS**

The name and street address of the member of the first Board of Directors are as follows:

Babette A. Weaver  
5970 U.S. Hwy. 1 North  
St. Augustine, Florida 32095

Curtis A. Weaver, Jr.  
5970 U.S. Hwy. 1 North  
St. Augustine, Florida 32095

The name, street address, and position of the initial officers of the Corporation are as follows:

Babette A. Weaver  
5970 U.S. Hwy. 1 North  
St. Augustine, Florida 32095

President/Secretary

Curtis A. Weaver, Jr.  
5970 U.S. Hwy. 1 North  
St. Augustine, Florida 32095

Vice President/Treasurer

**ARTICLE VIII – INCORPORATOR**

The name and address of the person signing these Articles of Incorporation are:

Curtis A. Weaver, Jr.  
5970 U.S. Hwy. 1 North  
St. Augustine, Florida 32095

**ARTICLE IX – SECTION 1244 STOCK**

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

**ARTICLE X – INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 8825 Perimeter Park Blvd., Suite 504, Jacksonville, Florida 32216, and the name of the initial registered agent of this Corporation at that address is GLAZIER & GLAZIER, P.A.

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ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

ARTICLE XII - EFFECTIVE DATE

The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.

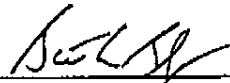
 (SEAL)  
CURTIS A. WEAVER, JR.

"Incorporator"

REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for PALENCIA MONTESSORI ACADEMY, INC., a Florida Corporation, in accordance with Florida Statutes, Section 607.0501.

GLAZIER & GLAZIER, P.A.

By:  (SEAL)  
Scott L. Glazier  
Its: Vice President

"Registered Agent"

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