

P96000025026

March 1, 1996

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

ENCLOSURE
-03/15/96--01104--017
*****70.00 *****70.00

SUBJECT: The Park House Academy

Enclosed is an original and one (1) copy of the articles of incorporation for the above referenced corporation and a check for the application fee of \$70.00.

Patrick J. Knight
3416 Holiday Ave.
Apopka, FL 32703
(407) 291-0640 or (407) 661-2157

P. Knight GAVE
AUTHORIZATION BY PHONE TO
CORRECT 504:6
DATE 3/21
DOC EXAM. 218

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DEPARTMENT OF STATE
TALLAHASSEE, FL 32314

GB 3/21/96

Articles of Incorporation

The undersigned Incorporates, for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

Article I Name

The name of the Corporation is The Park House Academy, Inc.

Article II Purpose and Powers

The purpose for which the Corporation is formed is to engage in any lawful act, activity or business in the Education and Child Care market. The Corporation shall have all the general powers granted by law to Florida corporations and all other powers not inconsistent with the law which are appropriate to attain its purpose.

Article III Principal Office and Resident Agent

The address of the principal office of the Corporation in the State of Florida is 3416 Holliday Avenue, Apopka, Florida, 32703. The resident agent of the Corporation is Debra F. Knight, whose address is c/o The Park House Academy, 3416 Holliday Avenue, Apopka, Florida, 32703. The Resident Agent is a citizen of the State of Florida and actually resides therein.

Article IV Directors

The business and affairs with the Corporation shall be managed by the Directors and Officers of the Corporation.

The number of Directors of the Corporation shall be four (4), which number may be increased or decreased from time to time pursuant to the bylaws of the Corporation, but which shall never be less than four (4). The names of the current Directors are:

Debra F. Knight
Patrick J. Knight

Chester F. Knight
Janice M. Wheeler

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Article V
Authorized Shares of Stock

The Corporation is a domestic corporation that will have only one (1) class of stock. The number of shares of stock that this Corporation has the authority to issue will not exceed Thirty-five (35). All shareholders are citizens of the United States.

Article VI
Bylaws

The Directors shall have the power at any regular or special meeting of the Directors, to make and adopt, or to amend, rescind, alter on appeal, any bylaws of the Corporation. The Bylaws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with law or the provisions of these Articles of Incorporation.

Article VII
**Indemnification and Limitation of
Liability of Directors and Officers**

The Directors shall have the power to adopt Bylaws and Resolutions for the indemnification of the Corporation's Directors, Officers, Employees and Agents, provided that any such Bylaws or Resolutions shall be consistent with applicable law.

The maximum extent that Florida law, in effect from time to time, permits limitation of the liability of Directors, no Director of the Corporation shall be liable to the Corporation or its stockholders for money damages. Neither the amendment nor the repeal of the Article, nor the adoption or amendment of any provision of the Bylaws inconsistent with the Article, shall apply to or effect in any respect their applicability of the preceding sentence.

Article VIII
Incorporators

The names, street addresses and mailing addresses of Incorporators to these Articles of Incorporation are:

Debra F. Knight
3416 Holliday Ave.
Apopka, Florida 32703

Patrick J. Knight
3416 Holliday Ave.
Apopka, Florida 32703

Chester F. Wheeler
Residence:
1658 Majestic Oak Drive

Janice M. Wheeler
Residence:
1658 Majestic Oak Drive

Apopka, Florida 32712

Mailing Address:

17 Summit Ash
Littleton, Colorado 80127

Apopka, Florida 32712

Mailing Address:

17 Summit Ash
Littleton, Colorado 80127

The undersigned Incorporators have executed these Articles of Incorporation this 1st day of March, 1996.

Debra F. Knight
Debra F. Knight

Patrick J. Knight
Patrick J. Knight

Janice Wheeler
Janice M. Wheeler

C. Wheeler
Chester F. Wheeler

Certificate of Designation of Registered Agent/Registered Office

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: The Park House Academy, Inc.
2. The name and address of the registered agent and office is:

Debra F. Knight
3416 Holliday Avenue
Apopka, Florida 32703

Having been named as registered agent and to accept service of process for the above stated 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.

Debra F. Knight
(Signature)

3/14/96

(Date)

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CLERK OF COURT
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

FILED