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OFFICES
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July 24, 1996

EFFECTIVE DATE
7-24-96

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-07/26/96--01099--001
****122.50 ****122.50

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

Re: Excelsior Artz Preparatory School, Inc. Our File No. 903-01.

Gentlemen:

Enclosed is an original and one (1) copy of the Articles of Incorporation of Excelsior Artz Preparatory School, Inc., together with my check in the amount of \$122.50 to cover the costs as follows:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>
	\$ 122.50

Please return a certified copy of the Articles of Incorporation to our office at your earliest convenience..

Very truly yours,

WILLIAM A. ZEIHNER

WAZ:jb
Enclosures

cc: Ms Kayann Baugh

(baugh903.01\ssfiling.aoi)

NRS

7-29-96
JB

EFFECTIVE DATE
7-24-90

**ARTICLES OF INCORPORATION
OF
EXCELSIOR ARTZ PREPARATORY SCHOOL, INC.**

FILED
65 JUL 25 PM 1:44
STATE OF FLORIDA
CLERK OF THE CIRCUIT COURT

The undersigned incorporator, under the Florida General Corporation Act (the "Act"), adopts the following Articles of Incorporation:

ARTICLE I

1. NAME, PRINCIPAL OFFICE AND PURPOSE.

1.1 Name. The name of this Corporation is **EXCELSIOR ARTZ PREPARATORY SCHOOL, INC.**

1.2 Office. The principal place of business and mailing address of this Corporation shall be 6800 W. Cypress Road, No. 503, Plantation, Florida 33317.

1.3 Purpose. The corporation shall operate a private school for children of primary school age and may engage in any other business allowed by law.

ARTICLE II

2. CAPITAL STOCK.

2.1 Authorized. This Corporation is authorized to issue one class of common stock. The Corporation is authorized to issue 5,000 shares of Common Stock with a par value of \$.10 per share.

2.2 Preemptive Rights. The Corporation elects to have preemptive rights.

ARTICLE III

3. BOARD OF DIRECTORS.

3.1 Members. This Corporation shall have a board of directors. It shall consist of not less than one nor more than five members.

3.2 Powers. As permitted by the Act, the stockholders of this Corporation may dispense with or limit the authority of the board of directors by adoption of an appropriate bylaw

provision. Any powers or duties of a board of directors as provided by the Act so dispensed with shall be performed by the stockholders.

3.3 Initial Members. The following shall be the sole member of this Corporation's Board of Directors: **KAYANN BAUGH**
6800 W. Cypress Road, No. 503
Plantation, Florida 33317

3.4 Bylaws. The initial Board of Directors shall adopt the initial Bylaws.

ARTICLE IV

4. MISCELLANEOUS PROVISIONS.

4.1 Amendments. The Articles of Incorporation may be amended by an affirmative vote of holders of fifty-one (51%) percent of the shares of the Common Stock.

4.2 Effective Date. The effective date of incorporation shall be July 24, 1996.

4.3 Registered Agent. The address of the initial registered office of the Corporation shall be 2780 East Oakland Park Boulevard, Fort Lauderdale, Florida 33306. The initial registered agent shall be William A. Zeiher. His business address is 2780 East Oakland Park Boulevard, Fort Lauderdale, Florida 33306.

4.4 Incorporator. The name and street address of the incorporator of these Articles of Incorporation is William A. Zeiher, 2780 East Oakland Park Boulevard, Fort Lauderdale, Florida 33306.

The Incorporator has signed these Articles of Incorporation this 27th day of July, 1996.



WILLIAM A. ZEIHHER

REGISTERED AGENT'S STATEMENT

I, **WILLIAM A. ZEHER**, the person named as the initial registered agent of the Corporation and the person to accept service of process on behalf of the Corporation, acknowledge that my business address is 2780 East Oakland Park Boulevard, Fort Lauderdale, Florida 33306. I accept the appointment as registered agent and agree to act in that capacity. I 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.

WILLIAM A. ZEHER

(baugh903.01\exclartz.aol)

FILED
JUN 26 1964
TALLAHASSEE, FLORIDA