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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City State Zip Phone

CORPORATION(S) NAME

1000001870581
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***122.50 ***122.50

Excelsior Education Group, Inc.

☒ Profit *Auto of Inc.*

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

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96 OCT 10 AM 11:15
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
EXCELSIOR EDUCATION GROUP, INC.**

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96 OCT 10 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is Excelsior Education Group, Inc. (hereinafter called the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

Shares of capital stock of the Corporation that have been issued and subsequently acquired by the Corporation shall constitute issued but not outstanding shares of the same class and series, until canceled or disposed of (whether by resale or otherwise) by the Corporation. If the Board of Directors cancels any such shares, the canceled shares shall constitute authorized and unissued shares of the same class and shall be undesignated as to series.

ARTICLE IV - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 200 S. Biscayne Boulevard, Miami, Florida 33131; and the name of the initial registered agent of the Corporation at that address is Peninsula Registered Agents, Inc.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and mailing address of the Corporation is 200 Knuth Road, Suite 106, Boyton Beach, Florida 33436-4633.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one. The names and addresses of the initial directors of the Corporation are as follows:

- Robert H. Mautner, 200 Knuth Road, Suite 106, Boyton Beach, Florida 33436-4633 and
- Robert A. Goldman, 200 Knuth Road, Suite 106, Boyton Beach, Florida 33436-4633.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Ruben Diaz, Jr., 200 South Biscayne Boulevard, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 9th day of October, 1996.



Ruben Diaz, Jr.
Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

That Excelsior Education Group, Inc., desiring to organize under the laws of the State of Florida, has named Peninsula Registered Agents, Inc., located at, 200 South Biscayne Boulevard, Miami, Florida 33131, as its agent to accept service of process within this 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 I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 607.0505, Florida Statutes.

Dated this 9th day of October, 1996.

Peninsula Registered Agents, Inc.,
Registered Agent

By: Debra Kirschner

Debra Kirschner, Vice President

96 OCT 10 PM 12: 03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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JONES, FOSTER, JOHNSTON & STUBBS, P.A.

ATTORNEYS AND COUNSELORS

FLAGLER CENTER TOWER
808 SOUTH FLAGLER DRIVE
ELEVENTH FLOOR
WEST PALM BEACH, FLORIDA 33401

LARRY R. ALLEN
CARL ANDERSON
M. TRACE BAKER
CLAY D. BAKER
JOYCE A. BAKER
WAXMAN L. COOPE
EDWARD AZ
RENECCA DOAN
CHRISTOPHER DOAN
H. MICHAEL
BOOTH G. HENRY
THOMAS H. HENRY
PETER B. HENRY
MARK B. KILFELD

MICHAEL T. KRANE
JOHN BLAIR MCKRACKEN
SCOTT L. MCMULLEN
DAN PRATT
JOHN G. RANDOLPH
BRIAN J. ROHMAL
PETER A. BACHS
D. EVERETT BATHIN
BIOGRAPHY
ALAN J. BROWN
JOHN T. BROWN
JOHN T. BROWN
JOHN T. BROWN
JOHN T. BROWN

P. O. BOX 3478

WEST PALM BEACH, FLORIDA

TEL: (31) 83 148

DEVIK@com.com

HENRY F. LILIENTHAL
1902-1998
HARRY ALLISON JOHNSTON
1919-1998
BRUCE JONES
1904-1998
PAUL D. WOLFE
1958-1991
RETIRED
WILLIAM A. FOSTER
OF COUNSEL
L. MARTIN FLANAGAN
JACK A. FLINCO

December 11, 1996

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*****35.00 *****35.00

Secretary of State, Division of Corporations
1201 Hays Street
Tallahassee, FL 32301

Re: Excelsior Education Group, Inc.

Gentlemen:

Enclosed are the Articles of Dissolution of Excelsior Education Group, Inc., and this firm's check in the amount of \$35,000 for filing. Please date stamp the extra copy of the dissolution, and return it to us in the enclosed self-addressed envelope.

Sincerely,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

David E. Dreyer

DED/pjr
enclosures

01\USERS\ATTY\DED\MISC\DEPTST.LR

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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

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**ARTICLES OF DISSOLUTION OF
EXCELSIOR EDUCATION GROUP, INC.**

EXCELSIOR EDUCATION GROUP, INC., a Florida corporation, files these
Articles of Dissolution pursuant to F.S. 607.1403 and states:

1. The name of the corporation is Excelsior Education Group, Inc., a Florida corporation.
2. Dissolution of the corporation was authorized on December 11, 1996.
3. Shareholders owning shares sufficient for approval, approved dissolution of the corporation.
4. The effective date of these Articles shall be December 11, 1996.

IN WITNESS WHEREOF, this corporation has caused this certificate to be signed
by its President this 11th day of December, 1996.

EXCELSIOREDUCATIONGROUP, INC.

(CORPORATE SEAL)

By

Robert A. Goldman
Robert A. Goldman, President

ATTEST:

Robert A. Goldman
Robert A. Goldman, Secretary

96 DEC 11 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by Robert A. Goldman, as President and Secretary of Excelsior Education Group, Inc., a Florida corporation, on behalf of the corporation, who is personally known to me or has produced a driver's license as identification, this 11 day of December, 1996.

(NOTARY SEAL)



SUSAN SMALL
MY COMMISSION # CC483531 EXPIRES
September 12, 1999
BONDED THRU TROY FARM INSURANCE, INC

Susan Small
Notary Public
PrintName SUSAN SMALL
My commission expires:

GAUSERS\ATTY\DED\EXCELSIO\ARTICLES.DIS

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AND
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56 DEC 11 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA