

P96000091213

OFFICES OF
CHARLES PETTIT, P.A.
150 S.E. 12th STREET
Suite 200
FORT LAUDERDALE, FLORIDA 33310

FILED

96 NOV -5 AM 10:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(954) 523-7004
TELEFAX (954) 482-5007

October 11, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
409 East Gaines Street
Tallahassee, Florida 32399

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-10/22/96--01046--003
****122.50 ****122.50

RE: LINCOLNVILLE CENTER ACADEMY, INC.

Dear Sir or Madam:


Enclosed please find the Articles of Incorporation in reference to the above, along with this firm's trust account check in the amount of \$122.50 in reference to the following:

1. Filing fee for Articles of Incorporation - \$35.00;
2. Registered agent fee - \$35.00; and
3. Certified copy of the articles - \$52.50.

We thank the Secretary of State for its assistance in this matter and hope that you will call if there are any questions or further requirements that must be met before this corporation may be filed.

Yours truly,

CHARLES PETTIT, P.A.

By: 
Charles Pettit

CP/bb

Enclosures

1096-22613
PH 10/23/96
PH 11/6/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 23, 1996

CHARLES PETTIT, ESQ.
150 SE 12TH ST, SUITE 200
FT LAUDERDALE, FL 33316

SUBJECT: LINCOLNVILLE CENTER ACADEMY, INC.
Ref. Number: W96000022613

We have received your document for LINCOLNVILLE CENTER ACADEMY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 796A00049019

LAW OFFICES OF
CHARLES PETTIT, P.A.
150 S.E. 12th STREET
Suite 200
FORT LAUDERDALE, FLORIDA 33310
—
(954) 523-7804
TELEFAX (954) 482-5807

October 30, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
409 East Gaines Street
Tallahassee, Florida 32399

RE: LINCOLNVILLE CENTER ACADEMY, INC.
REF. NUMBER: W9600002613

Dear Sir or Madam:

Pursuant to your letter of October 23, 1996, enclosed please find a copy of that letter along with an original and copy of the Acceptance of Appointment signed by the registered agent for the above corporation.

Thank you for your assistance and cooperation regarding our error. We hope that you will call if there are any questions or further requirements that must be met before this corporation may be filed.

Yours truly,

CHARLES PETTIT, P.A.

By: 
Charles Pettit

CP/bb

Enclosures

ARTICLES OF INCORPORATION
OF

LINCOLNVILLE CENTER ACADEMY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be LINCOLNVILLE CENTER ACADEMY, INC. The principal place of business of this corporation shall be 54 Weeden Street, St. Augustine, Florida 32084.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1 per share.

The corporation is authorized to issue only one class of stock and all issued stock shall be held of record by not more than five persons. The stock shall be issued and transferable only to natural persons who are not nonresident aliens.

ARTICLE IV. STOCK TRANSFER RESTRICTION

No stockholder shall have the right to sell, assign,

pledge, encumber, transfer or otherwise dispose of any shares of the corporation without first offering such stock to the corporation for a sale price based upon the net asset value of the Corporation. Such offer shall be in writing, signed by the stockholder, and shall be sent by registered or certified mail to the corporation at its principal place of business and shall state that the offer shall remain open for acceptance by the corporation for a period of 14 days from the date of mailing. If the corporation fails or refuses within that period to make reasonably satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of his shares as he may see fit.

On the death of any stockholder, the corporation shall have the right to purchase all shares owned by such shareholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the executor, administrator or personal representative of each stockholder, who shall be obligated to make the written offer set forth above. Each share certificate issued by the corporation shall have printed or stamped thereon the following legend:

"These shares are not registered under either Federal or Florida law, and are held subject to certain transfer restrictions imposed by the Articles of Incorporation. A copy of such Articles is on file at the principal office of the corporation and is open to inspection upon reasonable notice."

ARTICLE V. ADDRESS

The street address of the initial registered office of the

Corporation shall be 54 Weeden Street, St. Augustine, Florida 32084, and the name of the initial registered agent of the corporation at that address is Judith Anne Sharpe.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. DIRECTORS

This corporation shall have one director, initially. The name and street address of the initial number of the Board of Directors is:

Judith Anne Sharpe
Director

54 Weeden Street
St. Augustine, Florida 32084

ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

Judith Anne Sharpe

54 Weeden Street
St. Augustine, Florida 32084

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on this 9 day of October, 1996.

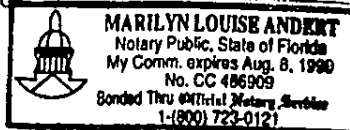

Judith Anne Sharpe

STATE OF FLORIDA

COUNTY OF ST. JOHNS

The foregoing instrument was acknowledged before me this 9 day of October, 1996.


Notary Public



ASSIGNMENT OF NAME RESERVATION

Let this be notice that Charles Pettit, Esquire and Charles Pettit, P.A., jointly and severally, hereby assign any and all right, title and interest to the corporate names reserved by the State of Florida, set forth below, to Judith Anne Sharpe;

1. LINCOLNVILLE CENTER ACADEMY, INC. (R96000004809); and
2. LINCOLNVILLE CENTER, INC. (R96000004829).

CHARLES PETTIT, P.A.

By: 
Charles Pettit, Esquire

CHARLES PETTIT, Individually

By: 
Charles Pettit

ACCEPTANCE OF APPOINTMENT

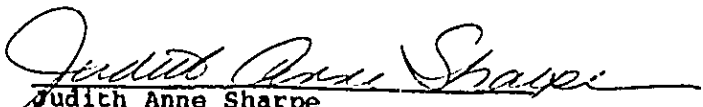
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 48.091 and 607.0502, Florida Statutes,
the undersigned acknowledges and accepts her appointment as
registered agent of LINCOLNVILLE CENTER ACADEMY, INC., 54 Weeden
Street, St. Augustine, Florida 32084, and agrees to act in that
capacity and to comply with the provisions of the Florida
Business Corporation Act (1989), relative to keeping open the
registered office at the address specified above. The under-
signed is familiar with, and accepts the obligations of Section
607.0505, Florida Statutes.

DATE: 12/28/96, 1996.


Judith Anne Sharpe