

FAMILY LAW REAL ESTATE GENERAL TRIAL PRACTICE 3020 HARTLEY ROAD, SUITE 350 JACKSONVILLE, FLORIDA 32257 (904) 260-3600 FAX (904) 260-114)

February 6, 1997

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

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Re: LITTLE ACHIEVER'S ACADEMY, INC.

Dear Sir:

Enclosed are the original and one copy of the Articles of Incorporation for the above-named new corporation for filing with the State of Florida. Also enclosed is my check in the amount of \$122.50 for the filing fee.

Please file the Articles and return the certificate and a certified copy of the Articles to me at your earliest convenience.

Sincerely,

RICHARD C. PEPER, JR.

RCPjr/dbh Enclosures

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ARTICLES OF INCORPORATION

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of

LITTLE ACHIEVER'S ACADEMY, INC.

SEL STATE STATE TALLAHASSEE, FLORIDA

ARTICLE I NAME AND PRINCIPAL OFFICE

The name of this corporation is:

LITTLE ACHIEVER'S ACADEMY, INC.

The principal office and mailing address for this corporation shall be:

5418 Lenox Avenue Jacksonville, Florida 32205

ARTICLE II DURATION

This corporation shall exist perpetually.

ARTICLE III PURPOSE

This corporation is organized for the purpose of conducting any and all lawful business in the State of Florida.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 100 shares of no par value common stock.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3020 Hartley Road, Suite 350, Jacksonville, Florida 32257, and the name of the initial registered agent of this corporation at that address is RICHARD C. PEPER, JR.

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have one initially. The number of directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Willona White, 5418 Lenox Avenue, Jacksonville, Florida 32205 Cantrail Frazier, 5418 Lenox Avenue, Jacksonville, Florida 32205

ARTICLE VII

The name and address of the person signing these Articles is:

RICHARD C. PEPER, JR. 3020 Hartley Road, Suite 350 Jacksonville, Florida 32257

ARTICLE VIII BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors, subject to the approval of the shareholders.

ARTICLE IX INITIAL ISSUE AND TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite his name:

Willona White Cantrail Frazier

50 shares 50 shares

ARTICLE X OFFICERS

The name and post office address of the officer of this corporation who shall hold office for the first year of the corporation, or until his successors are elected or appointed and have qualified is as follows:

PRESIDENT:

Willona White

5418 Lenox Avenue

Jacksonville, Florida 32205

VICE PRESIDENT/

SECRETARY/
TREASURER:

Cantrail Frazier

5418 Lenox Avenue

Jacksonville, Florida 32205

ARTICLE XI POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XII INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIII AMENDMENT

This corporation, through its shareholders, reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this day of February, 1997.

RICHARD C. PEPER, JR.

STATE OF FLORIDA COUNTY OF DUVAL

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared RICHARD C. PEPER, JR., known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein described.

WITNESS my hand and official seal this day of February, 1997, at Jacksonville, Duval County, Florida.

NOTARY PUBLIC, State of Florida

at Large

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that LITTLE ACHIEVER'S ACADEMY, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Jacksonville, County of Duval and State of Florida, has named RICHARD C. PEPER, JR., located at 3020 Hartley Road, Suite 350, Jacksonville, Florida 32257, as its agent to accept service of process within the state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping said office open.

RICHARD C. PEPER, JR.

