

NOTE: Please provide the original and one copy of the articles.



DIVISION OF CONPORATIONS 97 SEP -2 PH 3: 41

FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 5, 1997

GARY SHADER 1750 NORTH MAITLAND AVENUE MAITLAND, FL 32751

SUBJECT: CELEBRATION LEARNING, INC. Ref. Number: W97000020528

We have received your document for CELEBRATION LEARNING, INC.. However, the document has not been filed and is being returned for the following:

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.)

The registered agent must sign accepting the designation.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden Document Specialist

Letter Number: 597A00044457

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314



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ARTICLES OF INCORPORATION OF CELEBRATION LEARNING, INC.

ARTICLE I

Name

The name of the corporation is Celebration Learning, Inc.

ARTICLE II

Duration

The period of existence of the corporation is perpetual.

ARTICLE III

Principal Office and Mailing Address

The principal place of business of the corporation is at 1750 North Maitland Avenue, Maitland, Florida 32751. The mailing address of the corporation is 1750 North Maitland Avenue, Maitland, Florida 32751.

ARTICLE IV

Registered Office and Registered Agent

The initial registered office is at 1750 North Maitland Avenue, Maitland, Florida 32751. The name of the initial registered agent at that address is Gary Shader.

ARTICLE V

Authorized Shares

The corporation is authorized to issue ten thousand (10,000) shares of common stock having par value of one dollar (\$1.00) a share.

ARTICLE VI

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Management by Shareholders

The business of the corporation shall be managed by the shareholders without a board of directors.

ARTICLE VII

Incorporators

The name and addresses of the incorporators are: Gary Shader, 1750 North Maitland Avenue, Maitland, Florida 32751.

ARTICLE VIII

Commencement of Existence

The corporation's existence shall begin on September 1, 1997.

IN WITNESS WHEREOF, I have executed these articles of incorporation this _____

day of September, 1997. GARY SHADER

ACCEPTANCE OF REGISTERED AGENT, I hereby am familiar with and accept the duties and responsibilities as Registered Agent. Dated this <u>4</u> day of September, 1997.

GARY SHADER 1750 North Maitland Avenue Maitland, Florida 32751