

9970000 87351



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 559715 81301A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizzuto

ORDER DATE : October 9, 1997

ORDER TIME : 11:28 AM

ORDER NO. : 559715-005

700002316467--9

CUSTOMER NO: 81301A

CUSTOMER: Clifford R. Rhoades, Esq
CLIFFORD R. RHOADES, ESQ

227 N. Ridgewood Drive

Sebring, FL 33870

DOMESTIC FILING

NAME: COSGRAVE SCHOOLS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS:

FILED
97 OCT -9 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
97 OCT -9 PM 12:11
DIVISION OF CORPORATIONS

[SN OCT -9 '99]

FILED

97 OCT -9 PM 2:20

ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COSGRAVE SCHOOLS, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I - NAME

The name of the corporation is **COSGRAVE SCHOOLS, INC.**

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office is 922 Persimmon Avenue, Sebring, Florida 33870.

ARTICLE III - DURATION

The duration of the corporation shall be perpetual.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V - CAPITAL STOCK

The maximum number of shares this Corporation is authorized to issue is 8,000 shares of One Dollar (\$1.00) par value which shall be "Common Shares". All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE

The initial registered agent of the corporation is CLIFFORD R. RHOADES. The street address of the corporation's initial registered office is 227 N. Ridgewood Drive, Sebring, Florida 33870.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of one (1) director. The number of directors may be either increased or decreased from time to time by the By-laws but shall never be less than one. The names and addresses of the initial Directors are as follows:

<u>Name</u>	<u>Addresses</u>
Jennifer R. Cosgrave	4021 Loquat Road, Sebring, FL 33872

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws of the corporation shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - INCORPORATOR

The name and address of the incorporator of the corporation is Jennifer R. Cosgrave, 4021 Loquat Road, Sebring, Florida 33872.

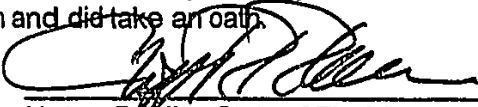
In Witness Whereof, the undersigned incorporator of said corporation has executed these article of incorporation and verify, subject to penalties of perjury, that the statements contained herein are true.

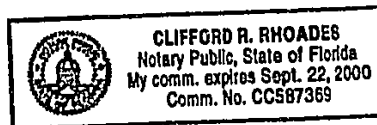
Dated: 10/6/97

Jennifer Cosgrave
JENNIFER R. COSGRAVE, Incorporator

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledged before me on this 6th day of October, 1997 by JENNIFER R. COSGRAVE, who is personally known to me and produced her driver's license as identification and did take an oath.


Notary Public - State of Florida
Printed Name CLIFFORD R. RHOADES
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for COSGRAVE SCHOOLS, INC.
at the place designated in the articles of incorporation, the undersigned is familiar with and
accepts the obligations of that position pursuant to F.S. 807.0591(3).


Printed Name: CLIFFORD R. RHOADES
227 N. Ridgewood Drive
Sebring, FL 33870

Date: 10/6/97

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97 OCT -9 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA