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| Will Wait Photocopy  | RUSH   | Certificate of Good Standing  ARTICLES ONLY  ALL CHARTER DOCS |
| NEW FILINGS Profit NonProfit Limited Liability Domestication Other | AMENDMENTS  Amendment  Resignation of R.A. Officer/Director  Change of Registered Agent  Dissolution/Withdrawal  Merger  | Certificate of FICTITIOUS NAME                                |
| OTHER/FILINGS Annual Report Fictitious Name Name Reservation       | REGISTRATION/QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other   | ECEIVED  6 21 MIIII  OF COMPONATION  ASSEE, FLORIDA           |
| Ordered By:  |  | AUG 2 1 1990 - 20   |
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

#### ARTICLES OF INCORPORATION

#### **FOR**

### THE LARGO MONTESSORI SCHOOL, INC.

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

### ARTICLE I NAME

The name of the corporation shall be:

### THE LARGO MONTESSORI SCHOOL, INC.

# ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The initial principal office of business and the mailing address of this corporation shall be:

c/o Theodore N. Gillette 7209 Bryan Dairy Road Largo, Florida 33777

### ARTICLE III PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

### ARTICLE IV CAPITAL STOCK

The Corporation is authorized to issue One Hundred Thousand (100,000) shares of common stock, \$.001 par value per share.

## ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is:

Darrell C. Smith, Esquire c/o Shumaker, Loop & Kendrick LLP 101 East Kennedy Blvd., Suite 2800 Tampa, Florida 33602

### ARTICLE VI INCORPORATOR

The name and street address of the incorporator for these Articles of Incorporation is:

Darrell C. Smith c/o Shumaker, Loop & Kendrick, LLP 101 East Kennedy Blvd., Suite 2800 Tampa, Florida 33602

### ARTICLE VII BOARD OF DIRECTORS

The corporation shall have three (3) directors initially. The number of directors constituting the Board and the manner in which directors are elected or appointed shall be as provided in the Bylaws of the corporation; provided, however, that there shall never be less than three (3) directors. The names and addresses of the first Board of Directors who shall serve until their earlier resignation, removal or death and until successors are duly elected are as follows:

Anjni Patel 7209 Bryan Dairy Road

Largo, Florida 33777

Bruce Danielson 7209 Bryan Dairy Road

Largo, Florida 33777

Theodore N. Gillette 7209 Bryan Dairy Road

Largo, Florida 33777

## ARTICLE VIII INDEMNIFICATION

The corporation shall indemnify any person who is or was a Director, Officer, employee or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this  $20^{th}$  day of August, 1998.

Darrell C. Smith, Incorporator

### STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of August, 1998, by Darrell C. Smith, who is personally known to me.

NOTARY PUBLIC

My Commission Expires

OFFICIAL NOTARY SEAL
DENA L KAPOCIUS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC499184
MY COMMISSION EXP. OCT. 2,1999

### FILED

CERTIFICATE OF DESIGNATION 98 AUG 21 PM 12: 58
REGISTERED AGENT/REGISTERED OFFICE CERTARY OF STATE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: The Largo Montessori School, Inc.
- 2. The name and address of the registered agent and office is:

Darrell C. Smith, Esquire c/o Shumaker, Loop & Kendrick LLP, 101 E. Kennedy Blvd., Suite 2800 Tampa, Florida 33602

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature:

Date: August 20, 1998