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TRANSMITTAL LETTER FILED

99 NOV -1 PM 3: 18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE 800003030548--8
-11/01/99--01080--016
10-28-99 ***122.50 ****78.75

SUBJECT: Student Intervention Services, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Clement Lloyd Taylor
Name (Printed or typed)

738 Beach Drive
Address

Destin, Florida 32541
City, State & Zip

(850) 837-9300
Daytime Telephone number

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

11/3/99 ✓

**ARTICLES OF INCORPORATION FOR
STUDENT INTERVENTION SERVICES, INC.**

FILED
1999 NOV -1 PM 3: 18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe and acknowledge and sign this certificate for the purpose of becoming a corporation under the laws of the state of Florida.

EFFECTIVE DATE

10-28-99

ARTICLE I - NAME

The name of this corporation is Student Intervention Services, Inc.

ARTICLE II- NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III- INITIAL CAPITAL

The amount of capital with which this corporation will commence business with shall not be less than One Hundred Dollars (\$100.00).

ARTICLE IV- STOCK

The amount of capital stock authorized shall be One Hundred (100) shares of common stock, with a par value of One Dollar (\$1.00) per share.

ARTICLE V- CORPORATE EXISTENCE DATE

The corporate existence date of this corporation is October 28, 1999.

ARTICLE VI - TERM OF EXISTENCE

The corporation is to exist perpetually.

**ARTICLE VII- INITIAL STREET ADDRESS AND
MAILING ADDRESS OF CORPORATION**

The initial street address in this state of the principal/registered office of the corporation is 738 Beach Drive, Destin, Florida 32541, and the initial registered agent at said address is Clement Lloyd Taylor. The mailing address of the Corporation is 738 Beach Drive, Destin, Florida 32541.

ARTICLE VIII- ORGANIZATION

This corporation, pursuant to the authority vested in Section 607.0801 and 607.0732(1), Fla. Stat., is to have no board of directors and said corporation shall be managed by its stockholders rather than a board of directors, and the stockholders shall elect the officers and otherwise run the corporation in the place and stead of a board of directors.

ARTICLE IX- SUBSCRIBERS AND INCORPORATORS

The names and street addresses of the subscribers and incorporators of these Articles of Incorporation and the number of shares of stock they are to receive are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Clement Lloyd Taylor	738 Beach Drive Destin, Florida 32541	100

ARTICLE X- STOCKHOLDERS AND OFFICERS

The names and addresses of the stockholders and initial stock officers are:

<u>NAME</u>	<u>ADDRESS</u>	
Clement Lloyd Taylor	738 Beach Drive Destin, Florida 32541	Stockholder/ President/Vice- President/ Secretary

ARTICLE XI- BY-LAWS

The power to adopt, alter, amend or appeal by-laws shall be vested in the stockholders.

ARTICLE XII- AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28 day of Oct, 1999.



CLEMENT LLOYD TAYLOR

**STATE OF FLORIDA
COUNTY OF OKALOOSA**

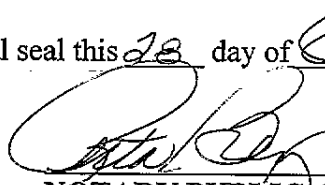
Before me, the undersigned authority, personally appeared, **CLEMENT LLOYD TAYLOR**, Stockholder/President/Vice-President/Secretary, who is known to me (or proved to me on the basis of satisfactory evidence) to be the person described in and executed the foregoing Articles of Incorporation, and he acknowledged to me that he executed the same and that the facts therein are true.

WITNESS my hand and official seal this 28 day of October 1999.

IDENTIFICATION PRODUCED:

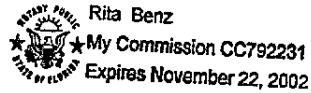
FDL-7460-112-45-366-0

Clement Lloyd Taylor



**NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES:**

(Seal)



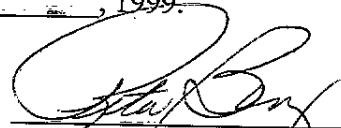
**STATE OF FLORIDA
COUNTY OF OKALOOSA**

I HEREBY CERTIFY that on this day before me, an officer duly authorized in this State aforesaid and in the County aforesaid to take acknowledgements, personally appeared **CLEMENT LLOYD TAYLOR**, to me known (or proved to me on the basis of satisfactory evidence) to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the State and County last aforesaid this 28 day of October, 1999.

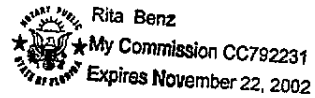
IDENTIFICATION PRODUCED:

911 N.W. 7460-112-45-366-0
Clement Lloyd Taylor



**NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES:**

(Seal)



**CERTIFICATE DESIGNATING REGISTERED OFFICE
AND REGISTERED AGENT AND ACCEPTANCE**

FILED

99 NOV -1 PM 3: 19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

That **STUDENT INTERVENTION SERVICES, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Destin, County of Okaloosa, State of Florida, hereby names Clement Lloyd Taylor as its registered agent to accept service of process within this state. The registered office of the corporation is the principal office of the business:

**738 BEACH DRIVE
DESTIN, FLORIDA 32541**

Having been named registered agent 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 open said registered office and I am familiar with and accept the obligations of this position.


CLEMENT LLOYD TAYLOR

**REGISTERED AGENT MAINTAINING
REGISTERED OFFICE**