

P99000104726

ROSE B. WACK  
POB 512  
LEHIGH ACRES, FL 33970

TEL: 941/368-6160  
FAX: 941/368-3080  
E-MAIL: [ROSEWACK@AOL.COM](mailto:ROSEWACK@AOL.COM)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV 29 PM 5:43

Secr. Of State  
Div. of Corporations  
409 E Gaines St  
Tallahassee, FL 32399

Inc. Of Schoene Consulting, Inc  
Monika Bektas language Center, Inc.

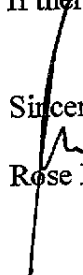
900003056059--4  
-11/29/99--01153--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Ladies and Gentlemen:

Please find enclosed the Articles of Incorporation for the above mentioned corporations.  
Also enclosed 2 checks. Please send Certificate to above address. Thank you.

If there should be any question, please call me. Thank you.

Sincerely yours,

  
Rose B. Wack

66/12/11  
J

**ARTICLES OF INCORPORATION  
OF**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 NOV 29 PH 5:43

**ARTICLE I - NAME**

THE NAME OF THIS CORPORATION IS: SCHOENE CONSULTING, INC.

**ARTICLE II - DURATION**

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE COMMENCING ON THE FILING OF THESE ARTICLES WITH THE SECRETARY OF STATE, STATE OF FLORIDA.

**ARTICLE III - PURPOSE**

THIS CORPORATION IS ORGANIZED:

- 1) TO BUY, SELL, TRADE, OWN, MORTGAGE, PLEDGE, ASSIGN, TRANSFER OR OTHERWISE DISPOSE OF, AND TO INVEST IN, TRADE IN, DEAL IN AND WITH PRODUCTS, GOODS, WARES, MERCHANDISE, REAL AND PERSONAL PROPERTY AND SERVICES OF EVERY KIND, CLASS AND DESCRIPTION.
- 2) TO ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THIS STATE, AS THE SAME MAY BE FROM TIME TO TIME AMENDED.

**ARTICLE IV - CAPITAL STOCK**

THE MAXIMUM NUMBER OF SHARES OF STOCK WITH WHICH THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS:  
20 SHARES PAR VALUE \$ 1.00.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS 106 IDAHO RD, LEHIGH ACRES, FL 33936  
MAILING ADDRESS: POB 512, LEHIGH ACRES, FL 33970  
AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS HELGA BODNAR

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE. THE NAME AND ADDRESS OF THE INITIAL DIRECTOR OF THE CORPORATION IS:  
BRITTA SCHOENE, P/V/D/S, 106 IDAHO RD, LEHIGH ACRES, FL 33936

**PAGE 2**

**ARTICLE VII - INCORPORATOR**

THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES IS:

ROSE B. WACK, 1000 LEE BLVD, SUITE 208, LEHIGH ACRES, FL 33936

**ARTICLE VIII - BY-LAWS**

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS.

**ARTICLE IX - MEETINGS BY CONFERENCE TELEPHONE**

MEMBERS OF THE BOARD OF DIRECTORS MAY PARTICIPATE IN MEETINGS OF THE BOARD OF DIRECTORS BY MEANS OF CONFERENCE TELEPHONE AS PROVIDED BY LAW.

**ARTICLE X - ACTION BY DIRECTORS WITHOUT A MEETING**

THE DIRECTORS OF THIS CORPORATION MAY TAKE ACTION BY WRITTEN CONSENT, AS PROVIDED BY LAW.

**ARTICLE XI - INDEMNIFICATION**

THIS CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR TO THE FULL EXTENT PERMITTED BY LAW.

**ARTICLE XII**


EVERY SHAREHOLDER, UPON SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION OF THAT SAME KIND, CLASS OF SERIES AS THAT WHICH HE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO RATE SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE WHICH IT IS OFFERED TO OTHERS.

PAGE 3

**ARTICLE XIII - AMENDMENT**

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 23RD DAY OF NOVEMBER 1999.

  
\_\_\_\_\_  
ROSE B. WACK

STATE OF FLORIDA, COUNTY OF LEE

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED ROSE B. WACK, KNOWN PERSONALLY TO ME AND KNOWN BY ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT SHE EXECUTED THOSE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL, IN THE STATE AND COUNTY AFORESAID, THIS 23RD DAY OF NOVEMBER 1999.

  
\_\_\_\_\_  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

Linda Sue Coyne  
MY COMMISSION # CC619538 EXPIRES  
February 24, 2001  
BONDED THRU TROY FAIN INSURANCE, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 NOV 29 PM 5:43

**STATE OF FLORIDA  
DEPARTMENT OF STATE**

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY  
BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.**

-----  
**THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH CHAP 48.091 FS**

**SCHOENE CONSULTING, INC.**

**A CORPORATION ORGANIZED (OR ORGANIZING) UNDER THE LAWS OF THE  
STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE AT**

**106 IDAHO RD., LEHIGH ACRES, FL 33936**

**HAS NAMED HELGA BODNAR AS ITS AGENT TO ACCEPT SERVICE OF PROCESS  
WITHIN THIS STATE.**

**ACCEPTANCE: I AGREE AS RESIDENT AGENT TO ACCEPT SERVICE OF PROCESS.  
TO KEEP OFFICE OPEN DURING PRESCRIBED HOURS. TO POST MY NAME (AND  
ANY OTHER OFFICERS OF SAID CORPORATION AUTHORIZED TO ACCEPT SERVICE  
OF PROCESS AT THE ABOVE FLORIDA DESIGNATED ADDRESS) IN SOME  
CONSPICUOUS PLACE IN OFFICE AS REQUIRED BY LAW.**

*Helga J. Bodnar*  
**HELGA BODNAR  
RESIDENT AGENT**