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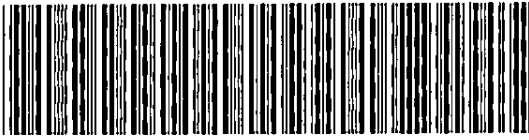
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LLC

1. TALLAHASSEE PREPARATORY ACADEMY, LLC

(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

**ARTICLES OF ORGANIZATION
FLORIDA LIMITED LIABILITY COMPANY**

Pursuant to Florida Statutes Chapter 605 et seq. "The Florida Revised Limited Liability Company Act" as amended, the below named entity adopts these Articles of Organization as of the date and time when these Articles of Organization are filed, as evidenced by the Department of State's date and time endorsement on this original document, in accordance with the following:

ARTICLE I - NAME

The name of the Limited Liability Company is:

TALLAHASSEE PREPARATORY ACADEMY, LLC (the "Company")

ARTICLE II - ADDRESS

The street address of the principal office of the Company is:

Gateway Center
1000 Legion Place, Suite 1200
Orlando, Florida 32801

The mailing address of the Company is:


2427 Lynx Ln.
Orlando, FL 32804

ARTICLE III - REGISTERED AGENT

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

South Milhausen, P.A.
Attn: Jeffrey P. Milhausen, Esq.
Gateway Center
1000 Legion Place Suite 1200
Orlando, Florida 32801
Telephone (407) 539-1638
Facsimile (407) 539-2679

Having been named as registered agent and to accept service of process for the above named limited liability company 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 am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605et seq., Florida Statutes.



Dudley Q. Sharp, Jr. - Partner
Registered Agents Signature

ARTICLE IV - MANAGEMENT

(Check the appropriate box and complete the statement)

The Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) shall be as set forth in the operating agreement of Company, dated of even date herewith, as the same may be modified, amended and/or restated from time to time (the "Operating Agreement").

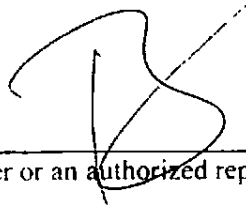
ARTICLE V - BANKING

In accordance with the Operating Agreement, the then service manager or managers of the Company, as set forth in the Operating Agreement for the Company may establish in the Company's name one or more accounts with one or more financial institutions on such terms and conditions as may be agreed with said financial institutions, and that the manager or managers are authorized to execute such further resolutions or consents required by said financial institutions for such accounts, if any.

Provided further, in accordance with the Operating Agreement, the manager or managers of the Company are (i) authorized to write checks and make withdrawals on such accounts on behalf of the Company; and (ii) designate such other officers of the Company who are authorized to write checks and make withdrawals on such accounts on behalf of the Company.

ARTICLE VI - EFFECTIVE DATE; PERPETUAL BUSINESS

These Articles of Organization shall be effective and this Limited Liability Company's existence shall commence upon the filing of these Articles of Organization by the Secretary of State. Thereafter, this Limited Liability Company shall exist perpetually, except as otherwise provided by Sections 605 et seq. of the Florida Statutes.



Signature of a member or an authorized representative of a member

Dudley Q. Sharp, Jr.

Typed or printed name of Member Representative

In accordance with section 605 et seq. of the Florida Statutes, the execution of these Articles of Organization by the party named above constitutes an affirmation under the penalties of perjury that the facts stated herein are true.