



State of California
Kevin Shelley
Secretary of State

File # **200515410252**

FILED
 In the office of the Secretary of State
 of the State of California

MAY 27 2005

**LIMITED LIABILITY COMPANY
 APPLICATION FOR REGISTRATION**

A \$70.00 filing fee must accompany this form.

IMPORTANT - Read instructions before completing this form.

This Space For Filing Use Only *JS*

1. NAME UNDER WHICH THE FOREIGN LIMITED LIABILITY COMPANY PROPOSES TO REGISTER AND TRANACT BUSINESS IN CALIFORNIA:
 (End the name with the words "Limited Liability Company," "Ltd. Liability Co." or the abbreviations "LLC" or "L.L.C.")
CONNECTIONS ACADEMY, LLC

2. NAME OF THE FOREIGN LIMITED LIABILITY COMPANY, IF DIFFERENT FROM THAT ENTERED ABOVE:

3. THIS FOREIGN LIMITED LIABILITY COMPANY WAS FORMED ON 10 / 30 / 01 IN DELAWARE
 (MONTH) (DAY) (YEAR) (STATE OR COUNTRY)
 AND IS AUTHORIZED TO EXERCISE ITS POWERS AND PRIVILEGES IN THAT STATE OR COUNTRY.

4. NAME OF THE AGENT FOR SERVICE OF PROCESS IN THIS STATE, AND CHECK THE APPROPRIATE PROVISION BELOW:
Capitol Corporate Services, Inc. WHICH IS,
 AN INDIVIDUAL RESIDING IN CALIFORNIA. PROCEED TO ITEM 5.
 A CORPORATION WHICH HAS FILED A CERTIFICATE PURSUANT TO SECTION 1505. PROCEED TO ITEM 6.

5. IF AN INDIVIDUAL, CALIFORNIA ADDRESS OF THE AGENT FOR SERVICE OF PROCESS:
 ADDRESS
 CITY STATE CA ZIP CODE

6. IN THE EVENT THE ABOVE AGENT FOR SERVICE OF PROCESS RESIGNS AND IS NOT REPLACED, OR IF THE AGENT CANNOT BE FOUND OR SERVED WITH THE EXERCISE OF REASONABLE DILIGENCE, THE SECRETARY OF STATE OF THE STATE OF CALIFORNIA IS HEREBY APPOINTED AS THE AGENT FOR SERVICE OF PROCESS OF THIS FOREIGN LIMITED LIABILITY COMPANY.

7. ADDRESS OF THE PRINCIPAL EXECUTIVE OFFICE: CITY STATE ZIP CODE
1000 LANCASTER ST. 6TH FLOOR BALTIMORE MD 21202

8. ADDRESS OF THE PRINCIPAL OFFICE IN CALIFORNIA, IF ANY: CITY STATE ZIP CODE
N/A

9. TYPE OF BUSINESS OF THE LIMITED LIABILITY COMPANY: (FOR INFORMATION PURPOSES ONLY.)
PROVIDE VIRTUAL SCHOOL EDUCATION SERVICES

10. IT IS HEREBY DECLARED THAT I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.
Barbara Dreyer
 SIGNATURE OF AUTHORIZED PERSON 5/24/05
 DATE
BARBARA DREYER, PRESIDENT
 TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

11. RETURN TO:
 NAME FARAH ESMAIL
 FIRM CONNECTIONS ACADEMY
 ADDRESS 1000 LANCASTER ST. 6TH FLOOR
 CITY/STATE BALTIMORE, MD 21202
 ZIP CODE

Delaware

PAGE 1

The First State

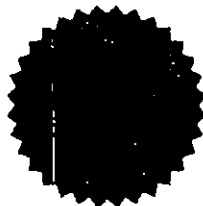
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CONNECTIONS ACADEMY, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF MAY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CONNECTIONS ACADEMY, LLC" WAS FORMED ON THE THIRTIETH DAY OF OCTOBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

3442739 8300
050444958



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3911473

DATE: 05-27-05

200515410252