

FO2000004056

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Performance Learning Systems, Inc.
(Name of corporation - must include suffix)

FILED
02 AUG -8 AM 8:54
TALLAHASSEE, FLORIDA
STATE

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

AL

Please return all correspondence concerning this matter to the following:

William F. Waina, Jr.
(Name of Person) 400005789364--2
-08/07/02--01043--007
***1150.00 ***1150.00

Performance Learning Systems, Inc.
(Firm/Company)

224 Church St.
(Address)

Nevada City, CA 95959
(City/State and Zip code)

For further information concerning this matter, please call:

W.F. Waina Jr. at (530) 265-9066
(Name of Person) (Area Code & Daytime Telephone Number)

400005789364--2
-06/17/02--01056--016
*****70.00 *****70.00

wo2-17654

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 18, 2002

WILLIAM F. WAINA, JR.
224 CHURCH ST.
NEVADA CITY, CA 95959

SUBJECT: PERFORMANCE LEARNING SYSTEMS, INC.
Ref. Number: W02000017654

02 AUG -8 03 03:54
FILED
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

We have received your document for PERFORMANCE LEARNING SYSTEMS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1150.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 902A00039529

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Performance Learning Systems, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or
words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a
natural person or partnership if not so contained in the name at present.)

2. New Jersey 3. 22-1892811
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 8/29/69 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 8/15/01
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155; F.S.)

7. 4780 York Dr. Orefield, PA 18069
(Principal office address)

224 Church St. Nevada City, CA 95959
(Current mailing address)

8. Education Services
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Diana Brown

Office Address: 1732 Disston Ave

Clermont, Florida 34711
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Diana H. Brown
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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02 AUG -8 AM 8:54
STATE
TALLAHASSEE FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Cornelius C. Rose, Jr.

Address: 4780 York Dr.

Orefield, PA 18069

Vice Chairman: Joseph K. Hasenstab

Address: 224 Church St.

Nevada City, CA 95959

Director: Stephen G. Barkley

Address: 6227 Lower Mountain Rd.

New Hope, PA 18938

Director: _____

Address: _____

B. OFFICERS

President: Joseph K. Hasenstab

Address: 224 Church St.

Nevada City, CA 95959

Vice President: Stephen G. Barkley

Address: 6227 Lower Mountain Rd.

New Hope, PA 18938

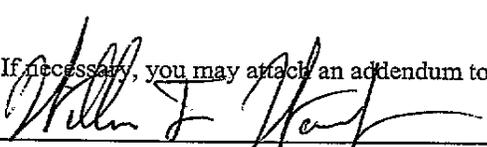
Secretary: Ellen M. Dougherty

Address: 4780 York Dr. Orefield, PA 18069

Treasurer: William F. Waina, Jr.

Address: 224 Church St. Nevada City, CA 95959

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. William F. Waina, Jr.
(Typed or printed name and capacity of person signing application)

FILED
02 AUG -8 AM 9:54
COUNTY OF STATE
FALLS CHURCH, VIRGINIA

STATE OF NEW JERSEY
- DEPARTMENT OF TREASURY
SHORT FORM STANDING

PERFORMANCE LEARNING SYSTEMS, INC.

*I, the Treasurer of the State of New Jersey,
do hereby certify that the above-named
New Jersey Domestic Profit Corporation was
registered by this office on August 29, 1969.*

*As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.*

*I further certify that the registered agent and
registered office are:*

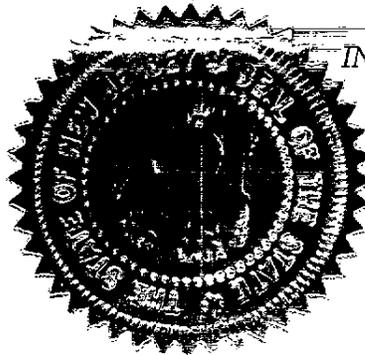
*Ellen Dougherty
466 Old Hook Road
#25-26
Emerson, NJ 07630*

Continued on next page . . .

02 AUG - 9 3M 9: 54
STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
HALL OF MONUMENTS, ALBANY, N.J.

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

PERFORMANCE LEARNING SYSTEMS, INC.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
28th day of May, 2002

A handwritten signature in cursive script, appearing to read "John E. McCormac".

John E McCormac, CPA
State Treasurer

FILED
02 AUG -8 AM 9:55
ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED
DATE 11/19/01 BY SP-10/ML/STW