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Florida Department of State
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**FOREIGN PROFIT/NONPROFIT CORPORATION
SIGNATURE LEARNING RESOURCES, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	03
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June 14, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations
NATIONAL CORPORATE RESEARCH, LTD.

SUBJECT: SIGNATURE LEARNING RESOURCES, INC.
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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. Signature Learning Resources, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York 3. 27-1836719
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 4, 2010 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. N/A
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. c/o American Learning Corporation, One Jericho Plaza, Jericho, NY 11753
(Principal office address)

(same as above)
(Current mailing address)

Provision of school staffing services for special education

8. _____
(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 NOT acceptable)

Name: National Corporate Research, Ltd., Inc.

Office Address: 515 East Park Avenue

Tallahassee, Florida 32301
(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.


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

A. DIRECTORS

Chairman: Gary Gelman

Address: c/o American Learning Corporation, One Jericho Plaza, Jericho, NY 11753

Vice Chairman: N/A

Address: _____

Director: Gary J. Knauer

Address: c/o American Learning Corporation, One Jericho Plaza, Jericho, NY 11753

Director: Jared Bauer

Address: c/o American Learning Corporation, One Jericho Plaza, Jericho, NY 11753

B. OFFICERS

President: Jared Bauer

Address: c/o American Learning Corporation, One Jericho Plaza, Jericho, NY 11753

Vice President: N/A

Address: _____

Secretary: Gary J. Knauer

Address: c/o American Learning Corporation, One Jericho Plaza, Jericho NY 11753

Treasurer: Gary J. Knauer

Address: c/o American Learning Corporation, One Jericho Plaza, Jericho, NY 11753

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

13. Gary J. Knauer
(Signature of Director or Officer listed in number 12 of the application)

14. Gary J. Knauer, Secretary
(Typed or printed name and capacity of person signing application)

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**State of New York
Department of State } ss:**

I hereby certify, that the Certificate of Incorporation of SIGNATURE LEARNING RESOURCES, INC. was filed on 02/04/2010, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

I further certify, that no other documents have been filed by such Corporation.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 10th day of June
two thousand and ten.*

Daniel Shapiro
First Deputy Secretary of State

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