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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 18, 1998

C T CORP

SUBJECT: COMPUTER LEARNING CENTERS, INC.

Ref. Number: W98000003660

ARNING CENTTE-

We have received your document for COMPUTER LEARNING CENTERS, 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:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the REPORT SPECIALIST indicated.

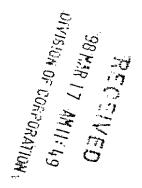
Please return your document, along with a copy of this letter, within 60 days or ω your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays Document Specialist

Letter Number: 898A00009363

Walk-In Pick-49 3/17/99



SECRETARY OF STATE

RESOLUTION OF BOARD OF DIRECTORS

L, the undersigned Mark Nasser, do hereby certify that this Resolution of the Board of Directors of COMPUTER LEARNING CENTERS INC., a corporation duly organized and existing under the laws of the State of Delaware, was duly adopted on March 6, 1987.

Resolved, that COMPUTER LEARNING CENTERS INC. organized and existing in the state of Delaware, hereby adopts the name COMPUTER LEARNING CENTERS, INC. OF DELAWARE for use in Florida.

Dated: March 3, 1998

(FLA. -2091 - 4/5/95)

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.	Computer Learning Centers, Inc. (Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION abbreviations of like import in language as will clearly indicate that it is a corporation instead of a ror partnership if not so contained in the name at present.)		
2.	Delaware (State or country under the law of which it is incorporated) 3. 36-350 (FEI number, in the law of which it is incorporated)	f appli	icable)
4.	March 6, 1987 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or	"регрє	etual")
6.	Upon Oualification (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))	98 HAR 17	SECR
7.	11350 Random Hills Road, Suite 240, Fairfax, Virginia 22030 (Current mailing address)	R 17 P	FILED FIARY OF FORM
8.	See attached purpose clause (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)	PH 12: 03	STATE
9.	Name and street address of Florida registered agent:		
	Name: C T Corporation System C/o C T Corporation System, 1200 South Pine Island Road To the System of the Syste		
	Plantation , Florida, 33324 (Zip Code)		
Ha de fur	D. Registered agent acceptance: Aving been named as registered agent and to accept service of process for the above stated corporal assignated in this application. I hereby accept the appointment as registered agent and agree to act in the agree to comply with the provisions of all statutes relative to the proper and complete performand I am familiar with and accept the obligation of my position as registered agent. C T Corporation System	n this d	capacity. I
	(Registered agent's signature) (Officer)		r

Gallagher, Asst VP (Type Name and Title of Officer)

(FL - 2189 - 11/16/94)

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

A.	DIRECTORS			
	Chairman:			
	Address:			
				-
	Vice Chairn	nan:		
	Address:			-
	Director:			
	Address:	<u> </u>		92
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	Director:		R	글곱 옥중국
	Address:		7 P	
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B.	OFFICERS		03	<u>S</u> ₩
	President: _s	ee attached list of officers		-
			٠	-
	_	,		
	Vice Presid	ent:		-
	Address: _			
	• -			
	Secretary:_	- work and the second of the s		-
	Address: _		-	
	_		•	

. Treasurer:	
Address: _	
NOTE: If necessary, yo	u may attach an addendum to the application listing additional officers
and/or directors.	
(Signature of Chairma application)	an, Vige Chairman, or any officer listed in number 12 of the
14. Charles L. Cosgrove	. Vice President
(Typed or printed nan	ne and capacity of person signing application)

Appendix to Florida Application by Fgn. Corp. for Authorization to Transact Business in Florida

Purpose Clause of Computer Learning Centers, Inc.

Provides information technology and computer related education and training. The company designs programs and courses to meet current information technology education needs, offering instruction in rapidly growing technologies such as client/server, networking and objected oriented programming.

SECRETARY OF STATE
DIVISION OF SCRETARY OF STATE
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Appendix to Florida Application by Fgn. Corp. for Authorization to Transact Business in Florida

Officers of Computer Learning Centers, Inc.

- 1. Reid R. Bechtle, President, CEO 11350 Random Hills Road, Suite 240 Fairfax, Virginia 22030
- Charles L. Cosgrove, Vice President, CFO 11350 Random Hills Road, Suite 240 Fairfax, Virginia 22030
- 3. Sue Luster, Vice President, COO 11350 Random Hills Road, Suite 240 Fairfax, Virginia 22030
- 4. Mark M. Nasser, Asst. Sec. & Controller 11350 Random Hills Road, Suite 240 Fairfax, Virginia 22030

SECRETARY OF STATE
DIVISION OF COMPORATIONS

State of Delaware Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COMPUTER LEARNING CENTERS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF FEBRUARY, A.D. 1998.

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

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

SIGNETARY OF STATE STORES

Edward J. Freel, Secretary of State

AUTHENTICATION:

8910481

DATE:

02-09-98

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