

**Electronic Articles of Incorporation
For**

P04000099135
FILED
June 30, 2004
Sec. Of State
jshivers

ADVANCED LEARNING ENVIRONMENT SOLUTIONS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ADVANCED LEARNING ENVIRONMENT SOLUTIONS, INC.

Article II

The principal place of business address:

1050 RIVERSIDE AVENUE
JACKSONVILLE, FL. US 32202

The mailing address of the corporation is:

1050 RIVERSIDE AVENUE
JACKSONVILLE, FL. US 32202

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

20,000,000

Article V

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

DANIEL R MURPHY
1050 RIVERSIDE AVENUE
JACKSONVILLE, FL. 322204

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: DANIEL R. MURPHY

Article VI

The name and address of the incorporator is:

DANIEL R. MURPHY
1050 RIVERSIDE AVENUE
JACKSONVILLE, FL 32204

Incorporator Signature: DANIEL R. MURPHY

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
DANIEL R MURPHY
4426 PALMETTO INLET WEST
JACKSONVILLE, FL. 32277 US

Title: VP
L J SCALLAN
6 NORTHGATE DRIVE
PONTE VEDRA, FL. 32082 US

Article VIII

The effective date for this corporation shall be:

06/30/2004