

CAPITAL CONNECTION, INC.

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 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1 800 342 8062
 FAX (904) 222-1222

PG5000009597

PHONE ()

Service: Top Priority Regular
 One Day Service Two Day Service

To us via Return via

Mailor No.: Express Mail No.

State Fee \$ Our \$

RE: Tutoring By
Toni, Inc.

C.C. FEE. DISBURSED

Art of Amend File
 Corp. Record Search
 LLC Partnership File
 Foreign Corp. File
 () Cert. Copy(s)
 Art of Amend File
 Dissolution/Withdrawal
 C U S
 Fictitious Name File
 Name Reservation
 Annual Report/Reinstatement
 Reg. Agent Service
 Document Filing
 Corporate Kit
 Vehicle Search
 Driving Record
 Document Retrieval
 UCC 1 or 3 File
 UCC 11 Search
 UCC 11 Retrieval
 File No.'s, Copies
 Courier Service
 Shipping/Handling
 Phone ()
 Top Priority
 Express Mail Prop.
 FAX () pgs.

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

REQUEST TAKEN CONFIRMED APPROVED

DATE

TIME

BY

CK No.

WALK-IN
 Will Pick Up

2.6 1.00

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION

of

Tutoring By Toni, Inc.
(name of corporation)

FILED

55 FEB - 6 10:11:16

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Tutoring By Toni, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares (500) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>Toni Hertzberg</u>		
ADDRESS	<u>5851 Holmberg Rd Apt 3912</u>		
CITY	<u>Parkland</u>	FLORIDA	ZIP <u>33067</u>

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	<u>Toni Hertzberg</u>		
ADDRESS	<u>5851 Holmberg Rd Apt 3912</u>		
CITY	<u>Parkland</u>	FLORIDA	ZIP <u>33067</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Toni Hertzberg</u>		
ADDRESS	<u>5851 Holmberg Rd Apt 3912</u>		
CITY	<u>Parkland</u>	STATE <u>FL.</u>	ZIP <u>33067</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>Toni Hertzberg</u>		
ADDRESS	<u>5851 Helmberg Rd Apt 3912</u>		
CITY	<u>Parkland</u>	STATE	<u>FL</u> ZIP <u>77067</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 31 day of JAN 31, 1995.

Toni Hertzberg (Seal)
 _____ (Seal)
 _____ (Seal)

STATE OF FLORIDA)
 COUNTY OF Broward) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Toni Hertzberg

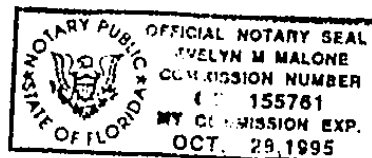
known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 31 day of JAN, 1995.

(Notary Seal)

Evelyn M. Malone
 (Notary Public, State of Florida at Large)

My Commission expires



DRS L1C

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

FILED
FEB -6 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Tutoring By Toni, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 5851 Holmberg Road
Parkland FL. 33067

has named Toni Hertzberg
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Toni Hertzberg
(registered agent)