

**Examiner's Initials**

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December 2, 1996

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

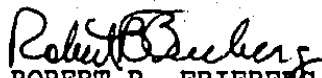
Re: Your letter of November 14, 1996  
Business & Industry Training Services, Inc.

Ladies and Gentlemen:

Enclosed are the revised Articles of Incorporation as requested in your referenced letter. Please note that the location of the principal office is provided in Article V and the consent of the registered agent is shown on the last page. Please return the certificate, duplicate articles and receipt to our offices. Our check in the sum of \$70.00 is also enclosed.

Thank you for your assistance.

Yours very truly,

  
ROBERT B. FRIEBERG  
For the Firm

RBF/kw  
Enc.

FILED

96 DEC -6 PM 3:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FOR

BUSINESS & INDUSTRY TRAINING SERVICES, INC.

I.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such corporation.

I.

Name. The name of the corporation is Business & Industry Training Services, Inc.

II.

Duration. The duration of the corporation is perpetual.

III.

Purposes. The purposes for which the corporation is organized are to provide consultation and training services, and to engage in any activity within the purposes for which corporations may be organized under the Florida general corporation act.

IV.

Capitalization. The aggregate number of shares which the corporation shall have authority to issue shall be 1,000, which shall consist of 1,000 shares of common stock at a par value of \$100.00 each.

V.

Registered Office and Registered Agent. The address of the corporation's registered office, which is also the corporation's principal office, is 85 Indigo Loop South, Destin, Florida 32541, and the name of the corporation's initial registered agent at such address is Betty Turner Asher.

VI.

*Directors.* The number of directors constituting the initial board of directors is two, and the names and addresses of the persons who are to serve as initial directors are:

Betty Turner Asher

85 Indigo Loop South  
Destin, Florida 32541

Pamela G. Madsen

1017 Deerfield Road  
Vermillion, South Dakota 57069

VII.

*Incorporator.* The name and address of the incorporator is Robert B. Frieberg, 115 North 3rd Street, Beresford, South Dakota 57064.

VIII.

*Restriction on Transfer of Shares.* No transfer of stock shall be valid until 20 days after the corporation, through its President, shall have had written notice of the proposed sale, the number of shares proposed to be sold, the price at which the proposed sale is to be made, and the name of the prospective buyer. During said 20 days the corporation shall have the option to buy, at the price set by seller, any shares of outstanding stock before its owner may transfer them. Should the corporation elect not to purchase such shares within said 20 day period, it shall notify the other shareholders who shall then have an additional 20 days within which to purchase the shares at the price set by the seller in proportion to the number of shares then held by said shareholder. If the options herein provided are not exercised within the time specified, any sale to third persons shall be valid.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation in duplicate on November 7, 1996.

  
Robert B. Frieberg

96 DEC -6 PM 3:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Betty Turner Asher  
Betty Turner Asher

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Loren Wanamaker  
Notary Public  
My Commission Expires: 12/12/02