

**Electronic Articles of Incorporation
For**

**P01000044940
FILED
May 04, 2001
Sec. Of State**

STUDENT NETBOOK CORPORATION

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:

STUDENT NETBOOK CORPORATION

Article II

The principal place of business address:

10515 OLD MEMORIAL HIGHWAY
TAMPA, FL. US 33615

The mailing address of the corporation is:

10515 OLD MEMORIAL HIGHWAY
TAMPA, FL. US 33615

Article III

The purpose for which this corporation is organized is:

STUDENT NETBOOK CORPORATION IS FORMED FOR THE PURPOSE OF DESIGNING, DEVELOPING , & MARKETING A CLASSROOM ELECTRONIC LEARNING DEVICE.

Article IV

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

COMMON: 15MILLION;PREFERRED: 10 MILLION

Article V

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

CHARLES H GUY III
10515 OLD MEMORIAL HIGHWAY
TAMPA, FL. US 33615

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

Registered Agent Signature: CHARLES H GUY, III

Article VI

The name and address of the incorporator is:

CHARLES H GUY, III
10515 OLD MEMORIAL HIGHWAY
TAMPA, FL 33615

Incorporator Signature: CHARLES H. GUY, III