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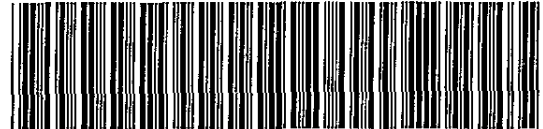
(Business Entity Name)

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SECRETARY OF STATE
SECTION OF CORPORATIONS
03 MAR 24 PM 1:04

9-1-02
1000

TRANSMITTAL LETTER

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

SUBJECT: Young American Explorers, Inc.

Enclosed is an original and one(1) copy of the articles of incorporation and a check for \$ 87.50.

FROM:
Annette Falisi
302 Cello Circle
Winter Springs, FL 32708
(407) 767-0720

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 MAR 24 PM 1:04

ARTICLE I NAME

The name of the corporation shall be:

Young American Explorers, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

302 Cello Circle, Winter Springs, FL 32708

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Young American Explorers, Inc. was formed to provide innovative, educational programs to public, private, and homeschooling students nationwide.

The corporation may use any legitimate business or educational means available to fulfill the above purpose.

This corporation is organized exclusively for charitable, literary, and educational purposes, including for such purposes, the making of distributions to organizations that qualify under section 501(c)(3), or any corresponding section of any future federal tax code.

No proceeds of the corporation will enrich any individual except that reasonable compensation may be paid for service to the corporation.

If the corporation is dissolved, any assets remaining will be distributed to other corporations serving a similar purpose and qualifying as tax-exempt, charitable organizations under the provisions of 501(c)(3) of the Internal Revenue Code.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

All directors are appointed based on their qualifications, credentials and dedication to the corporation's purpose as stated above.

ARTICLE V INITIAL DIRECTORS/OFFICERS

The name(s), address(es) and title(s):

Annette Falisi, 302 Cello Circle, Winter Springs, FL 32708, *Director*
Brenda Feliciani, 435 Sunglow Court, Orlando, FL 32803, *Director*
Mark Spain, 3361 Calcutta Ave., Orlando, FL 32817, *Director*
Sandy Coburn, 2045 Houndslake Dr., Winter Park, FL 32792-6013, *Director*

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Guy P. Coburn, 605 E. Robinson St., Suite 510, Orlando, FL 32801

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Annette Falisi, 302 Cello Circle, Winter Springs, FL 32708

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

 3/18/03

Signature/Registered Agent Date

 3/17/03

Signature/Incorporator Date