

**Electronic Articles of Incorporation
For**

N05000006913
FILED
July 06, 2005
Sec. Of State
shawkes

SMARTER THAN THAT USA INC

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

SMARTER THAN THAT USA INC

Article II

The principal place of business address:

9850 INTERSTATE CENTER DRIVE
JACKSONVILLE, FL. US 32218

The mailing address of the corporation is:

9850 INTERSTATE CENTER DRIVE
JACKSONVILLE, FL. US 32218

Article III

The specific purpose for which this corporation is organized is:

THIS CORPORATION IS EXCLUSIVELY FOR THE PROMOTION OF CHARITABLE, LITERARY AND EDUCATIONAL PURPOSES. THE CORPORATION WILL SEEK TO EDUCATE CHILDREN ON THE BENEFITS ON STAYING DRUG, ALCOHOL, AND TOBACCO FREE THROUGH LITERACY AND ENTERTAINMENT.

Article IV

The manner in which directors are elected or appointed is:

NOMINATED AND VOTED ON BY REMAINING BOARD MEMBERS

Article V

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

XPRESS EFILE INC
1511 PENMAN RD
STE B
JACKSONVILLE BEACH, FL. 32250

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

N05000006913
FILED
July 06, 2005
Sec. Of State
shawkes

Registered Agent Signature: JUANITA C KNOX

Article VI

The name and address of the incorporator is:

TAMI R. CATLETT
9850 INTERSTATE CENTER DR.

JACKSONVILLE, FL 32218

Incorporator Signature: TAMI R. CATLETT

Article VII

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

Title: ED/P
TAMI R CATLETT
9850 INTERSTATE CENTER DR.
JACKSONVILLE, FL. 32218 US

Title: D/T
JOHN R ROWELL
2874 SAN FERNANDO RD
JACKSONVILLE, FL. 32217 US

Title: D/S
THOMAS D TREESE
4210 BAYMEADOWS RD
JACKSONVILLE, FL. 32217 US

Title: D/
JOHN F HARPER
24448 MOSS CREEK LN
PONTE VEDRA BEACH, FL. 32082 US

Article VIII

The effective date for this corporation shall be:

07/05/2005