2000014

THE UNITED STATES **CORPORATION**

ACCOUNT NO.: 072100000032

REFERENCE: 940998 10943A

AUTHORIZATION :

COST LIMIT :

ORDER DATE: August 26, 1998

ORDER TIME : 1:41 PM

ORDER NO. : 940998-005

CUSTOMER NO: 10943A

CUSTOMER: Mark S Feluren, Esq

WALDMAN FELUREN & TRIGOBOFF, One Financial Plaza, Ste 1500 Fort Lauderdale, FL 33394

DOMESTIC FILING

NAME:

ADVANCEMENT OF PREPARATORY

ACADEMICS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION ____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY ____ PLAIN STAMPED COPY

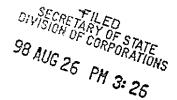
___ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Turner

EXAMINER'S INITIALS:

200002625972--9

ARTICLES OF INCORPORATION OF ADVANCEMENT OF PREPARATORY ACADEMICS, INC. A FLORIDA NOT-FOR-PROFIT-CORPORATION



Article I

The name of this Corporation shall be Advancement of Preparatory Academics, Inc.

ARTICLE II

The principal office and mailing address of the Corporation shall be 621 N.W. 53rd Street, Boca Raton, Florida 33487.

ARTICLE III

The purpose for which this Corporation has been organized is the advancement of education through the ownership and operation of private schools and for any lawful purpose or purposes not for pecuniary profit and not specifically prohibited to corporations under the laws of the State of Florida.

ARTICLE IV

The members of the Board of Directors of the Corporation, shall be elected or appointed as provided in the bylaws.

ARTICLE V

The street address of the Corporation's registered office and the name of its registered agent at that address is as follows:

Waldman Feluren & Trigoboff, P.A. 100 S.E. Third Avenue, Suite 1500 Fort Lauderdale, FL 33394

ARTICLE VI

The name and address of the incorporator is:

Richard Weissman 621 N.W. 53rd Street Boca Raton, Florida 33487

ARTICLE VII

The names and addresses of the initial members of the Board of Directors of the Corporation are as follows:

Edwin Cooperman Mark Schiller Richard Weissman DIVISION OF CORPORATION OF STATE OF STATE OF CORPORATION OF CORPORATION OF STATE OF

Incorporator

ARTICLE VIII

The Corporation shall have no members.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the day of August, 1998.

Acceptance of Appointment by Registered Agent

Pursuant to the provisions of the Florida Not For Profit Corporation Act, the undersigned does hereby accept its appointment as registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.

Waldman Feldren & Trigoboff, P.A.