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Of Counsel
Richard I. Leben

July 2, 1999

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

800002923499--5
-07/06/99-01079-015
*****78.75 *****78.75

Re: House of Knowledge, Inc.

Dear Clerk :

Enclosed is an original and one copy of the Articles of Incorporation for the above proposed corporation, and a check for \$78.75 for the filing fee and certificate.

Please file the Articles of Incorporation and return a copy to me with the certificate in the envelope provided.

Sincerely,

Michelle L. Armstrong
Michelle L. Armstrong

Encls.

cc: encl: Margaret Williamson

FILED
99 JUL -6 PM 4: 21
SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation
of
House of Knowledge, Inc.

THE UNDERSIGNED, being of legal age and a natural person, does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a Not For Profit Corporation under the laws of the State of Florida.

FIRST: The name of this corporation shall be:

House of Knowledge, Inc.

SECOND: This corporation shall commence its existence on the date of filing these Articles of Incorporation with the Florida Department of State and this corporation shall exist perpetually thereafter unless sooner dissolved according to law.

THIRD: This corporation is organized to be operated exclusively for educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

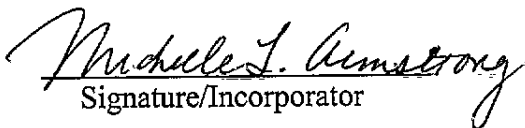
FOURTH: The initial mailing address and principal place of business of this corporation shall be 1670 N.W. 195TH Street, Miami, FL 33169 with the privilege of having its offices and branch offices at other places within or without the State of Florida.

FIFTH: The name of the initial registered agent of this corporation is Michelle L. Armstrong, Esq., whose address is 8201 W. Peters Road, Suite 1000, Plantation, FL 33324.

SIXTH: The method of election of Directors shall be as stated in the Bylaws.

SEVENTH: The name of the incorporator signing these Articles of Incorporation is Michelle L. Armstrong, Esq., whose address is 8201 W. Peters Road, Suite 1000, Plantation, Florida 33324. The undersigned is duly licensed by the State of Florida to practice law.

EIGHTH: This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto.



Signature/Incorporator


Date

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99 JUL -6 PM 4: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

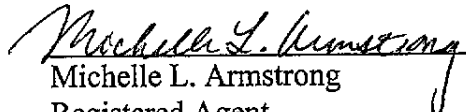
CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with 617.0501, Florida Statutes, it is submitted that House of Knowledge, Inc., desiring to organize under the laws of the State of Florida, has, on this 2nd day of July, 1999, named Michelle L. Armstrong, whose address is 8201 W. Peters Road, Suite 1000, Plantation, FL 33324 as its agent to accept service of process within Florida (registered agent).


Michelle L. Armstrong
Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in the Articles of Incorporation and in the certificate, I hereby agree, on this 2nd day of July, 1999, to accept the appointment as registered agent and to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper performance of my duties, and I am familiar with and accept the obligations of my duties as registered agent.


Michelle L. Armstrong
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA