

P00000006990

January 10, 2000

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: PROFESSIONALEDCOM, INC.

100003098011--3

01/13/00--01080--004

*****78.75 *****78.75

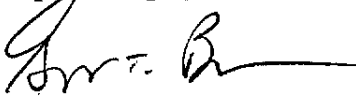
Gentlemen:

Enclosed please find the Articles of Incorporation for PROFESSIONALEDCOM, INC. for filing with the Department of State, as well as the filing fee of \$78.75. Please return the enclosed copy stamped filed in the envelope provided.

Thank you in advance for your prompt attention to this matter.

If you have any questions, please feel free to give me a call.

Very truly yours,



Gregory T. Brown

Enc.

FILED
00 JAN 13 AM 7:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

C13
1-24-00
4

FILED
00 JAN 13 AM 7:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
PROFESSIONALED.COM, INC.

I, Gregory T. Brown, the undersigned, hereby make, subscribe, acknowledge and file these Articles for the purpose of forming a corporation under the laws of the State of Florida:

Article I
Name and Address of Corporation

The name of the corporation shall be PROFESSIONALED.COM, INC. The principal office address of the corporation is 360 53rd Circle, Vero Beach, Florida 32968.

Article II
Purpose of Business

The corporation is organized for the purpose of engaging in any activity permitted under the laws of the United States or of this State.

Article III
Capital Stock

The capital stock of this corporation shall consist of 100 shares of common stock of \$1.00 par value, fully paid and non-assessable. The whole or part of the capital stock of this corporation may be paid for in lawful money of the United States of America or in property, labor or services as a just valuation to be fixed by the Directors.

Article IV
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 360 53rd Circle, Vero Beach, Florida 32968 and the name of the initial registered agent of this corporation at that address is Gregory T. Brown.

Article V
Initial Board of Directors

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The names and addresses of the initial Directors of the corporation are:

<u>Name</u>	<u>Address</u>
Gregory T. Brown	360 53rd Circle Vero Beach, Florida 32968
Bonnie A. Brown	360 53rd Circle Vero Beach, Florida 32968

Article VI
Incorporator

The name and address of the person signing these
Articles is: _____

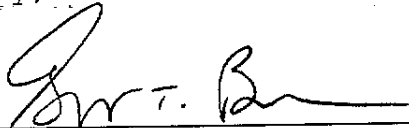
Name

Address

Gregory T. Brown

360 53rd Circle
Vero Beach, Florida 32968

IN WITNESS WHEREOF, I have made and subscribed these
Articles this 10 day of January, 2000.



Gregory T. Brown

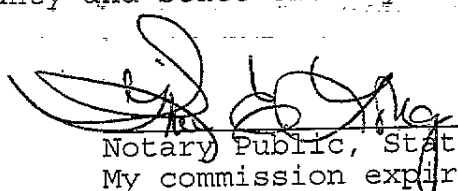
STATE OF FLORIDA

: ss.

COUNTY OF INDIAN RIVER:

I HEREBY CERTIFY that on the 10 day of January, 2000,
personally appeared before me, Gregory T. Brown, who provided
his driver's license as proof of identification and took an
oath, and he acknowledged before me that he executed the
foregoing Articles of Incorporation for the uses and purposes
therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and
official seal in said County and State the day and year first
above written.



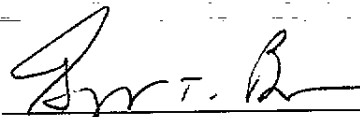
Notary Public, State of Florida
My commission expires:



ACKNOWLEDGEMENT AND ACCEPTANCE OF

AGENT OF SERVICE OF PROCESS

The undersigned, Gregory T. Brown, with his principal place of business at 360 53rd Circle, Vero Beach, Florida 32968, hereby acknowledges and accepts the duties of registered agent for aforementioned corporation as enumerated in Florida Statute 607.0501.



Gregory T. Brown

Dated: 1-10-00

FILED
00 JAN 13 AM 7:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA