

LAW OFFICES OF

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January 26, 2000

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The Office of The Secretary of State
409 East Gaines Street
Tallahassee, Florida 32399

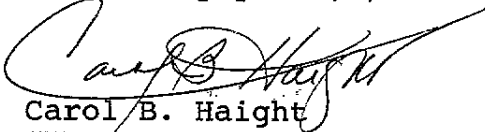
Re: Filing Articles of Incorporation:
SCHOOLLOCK.com, INC.

FILED
00 JAN 31 AM 9:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Dear Sir:

Enclosed for filing are original Articles of Incorporation for the above-referenced corporation. Please file one copy of the Articles and time-stamp and return the additional copy to me in the enclosed stamped, self-addressed envelope. Enclosed is a check for the filing fee. Should you have any question concerning the enclosed, please call me at 561-362-9100 or FAX me at 561-362-0764. Thank you for your usual, kind assistance.

Very truly yours, ,



Carol B. Haight

CBH:sme

Enclosures

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ARTICLES OF INCORPORATION
OF
SCHOOLLOCK.COM, INC.

FILED
00 JAN 31 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation pursuant to Chapter 607, Florida Statutes, adopts the following Articles of Incorporation of such corporation:

ARTICLE I.
NAME AND ADDRESS

The name of this Corporation is SCHOOLLOCK.COM, INC. The mailing address and principal office of this Corporation shall be located at:

785 NE HARBOUR DRIVE
BOCA RATON, FLORIDA 33431

or at such other place as the Board of Directors may from time to time designate.

ARTICLE II.
TERM OF EXISTENCE

This Corporation shall have perpetual existence and the corporate existence shall commence as of the date and time of the filing of these Articles of Incorporation by the Department of State .

ARTICLE III.
PURPOSE

The Corporation is organized for the purpose of the transaction of any and all lawful business for which corporations may be incorporated pursuant to the Florida Business Corporation Act.

ARTICLE IV.
INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased from time to time by resolution of the Board of Directors. The Directors shall be chosen as set forth in the Bylaws of this Corporation and shall have such powers and duties as may be set forth in the Bylaws of this Corporation. The name and address of the initial director is:

JAMES J. CRAIG
785 NE HARBOUR DRIVE
BOCA RATON, FLORIDA 33431

and he shall hold his respective office until his successor is duly elected and qualified.

ARTICLE V.
INCORPORATOR

The name and address of the Incorporator is as follows:

JAMES J. CRAIG
785 NE HARBOUR DRIVE
BOCA RATON, FLORIDA 33431

ARTICLE VI.
CAPITAL STOCK

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 10,000,000 share of \$1.00 par value common stock.

ARTICLE VII.
INITIAL REGISTERED AGENT

The name and street address of the initial registered agent is as follows:

JAMES J. CRAIG
785 NE HARBOUR DRIVE
BOCA RATON, FLORIDA 33431

IN WITNESS WHEREOF, I have made and executed these Articles of Incorporation, for the purpose of forming this Corporation under the laws of the state of Florida, this 19th day of JANUARY, 2000.

James J. Craig
JAMES J. CRAIG, INCORPORATOR

ACCEPTANCE

I HEREBY ACCEPT the appointment to act in the capacity of Registered Agent and agree to comply with the provision of the laws of the State of Florida relative to keeping said officers open.

James J. Craig
JAMES J. CRAIG

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TALLAHASSEE FLORIDA