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February 22, 2000

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

SUBJECT: MCO Vocational University, Inc.

Enclosed are an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation. Please return a stamped copy of the articles after the same have been filed.

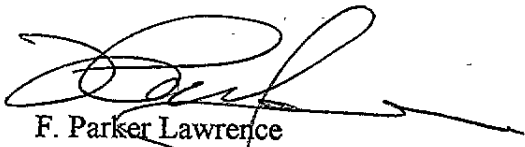
(X) \$70.00
Filing Fee

() \$78.75
Filing Fee
& Certificate

() \$122.50
Filing Fee
& Certified Copy

() \$131.25
Filing Fee,
Certified Copy,
& Certificate

FROM:



F. Parker Lawrence
F. Parker Lawrence, PA
726-D N.W. 8th Avenue
Gainesville, FL 32601
352-373-4160

FILED
00 MAR -2 AM 7:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I faxed a copy to Andy Bellis 3-2-00

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ARTICLES OF INCORPORATION
OF
MCO VOCATIONAL UNIVERSITY, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I. CORPORATE NAME

The name of this corporation is *MCO VOCATIONAL UNIVERSITY, INC.*

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 3509 N.W. 19th Street, Gainesville, FL 32605.

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 100, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are Emma E. McDonald, 3509 N.W. 19th Street, Gainesville, Florida 32605.

ARTICLE V. INCORPORATORS


The name and street address of the incorporator of these articles of incorporation is:

Name	Address
Emma E. McDonald	3509 N. W. 19th Street Gainesville, FL 32605

ARTICLE VI. COMMENCEMENT OF BUSINESS

The coporation may commence business immediately upon filing and acceptance of these Articles of Incorporation by the Florida Secretary of State.

The undersigned has executed these articles of incorporation on February 22, 2000.


Emma E. McDonald
Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION,
ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE
OF FLORIDA.

1. The name of the corporation is: MCO Vocational University, Inc.
2. The name and address of the registered agent and office is:

Emma E. McDonald
3509 N.W. 19th Street
Gainesville, Florida 32605

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00 MAR -2 AM 7:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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


Emma E. McDonald

February 22, 2000