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CORPORATION NAME(S) AND DOCUMENT NUMBER	ER(S) (if known):
Stat Learn, Inc.	•
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NEW-FILINGS AMENDMENTS Profit	Certificate of FICTITIOUS NAME FICTITIOUS NAME SEARCH
REGISTRATION/QUALIFICATION Annual Report Fictitious Name Name Reservation Reinstatement Trademark Other	CORP SEARCH ONE TEMPTH APP 0 4 2000

ARTICLES OF INCORPORATION

OF ...

STAT LEARN, INC.

The undersigned Subscriber to these Articles of
Incorporation, a natural person competent to contract, hereby
present these Articles of Incorporation for the formation of
a corporation for profit under the laws of the State of
Florida, of the United States of America, by and under the
provisions and statutes of that State providing for the formation, liability, rights, privileges, benefits and obligations conferred and imposed by said law on corporations
organized pursuant to the provisions thereof, do hereby make,
subscribe, acknowledge and file these Articles of
Incorporation as follows:

ARTICLE I CORPORATE NAME

The name of this corporation shall be: STAT LEARN, INC.

ARTICLE II PURPOSE

The general nature and purpose of the business to be transacted by this corporation shall be:

To engage in every phase and aspect of medical training.

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SECRETARY OF STATE
TALLAMASSEE, FL. TOBBA

To engage in any other type of lawful business for which the corporation or corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation shall be authorized to issue and have outstanding at any one time shall be limited to Five Hundred (500) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share.

ARTICLE IV CAPITAL

The amount of capital with which this corporation shall commence business is not less than Two Hundred Fifty Dollars (\$250.00).

$\begin{array}{c} \underline{\text{ARTICLE } \ V} \\ \text{DURATION AND COMMENCEMENT OF EXISTENCE} \end{array}$

This corporation shall commence on the date of filing of the Articles of Incorporation and shall have perpetual existence unless dissolved according to law.

ARTICLE VI ADDRESS

The principal office and mailing address of this corporation shall be located at 6447 N. W. 55th Street, Coral Springs, Florida 33067. However, the address may be changed to another location at a later date.

ARTICLE VII SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation is:

GREG ZEITLIN
6447 N. W. 55TH STREET
CORAL SPRINGS, FLORIDA 33067

ARTICLE VIII BOARD OF DIRECTORS

The Directors constituting the initial Board of Directors shall be two (2) in number at this time but may change at any time thereafter. The names and addresses of the persons who will serve as board members are:

GREG ZEITLIN 6447 N. W. 55TH STREET CORAL SPRINGS, FL. 33067 PETER DAY 6447 N. W. 55TH STREET CORAL SPRINGS, FL. 33067

ARTICLE IX

The original incorporator of this corporation shall have the right upon its organization to assign and deliver his subscription of stock or a specified number of stock shares thereof to any other person or to firms or corporations who may hereafter become subscribers to the capital stock of said corporation; who upon acceptance of such assignment, shall stand in lieu of the incorporator and assume and carry out all the rights, liabilities and duties entailed by said subscriptions subject to the laws of the State of Florida and the execution of these instruments of assignment.

ARTICLE X

The names and addresses of the corporate officers of this corporation and the corporate offices held until a successor and or successors are elected are:

GREG ZEITLIN 6447 N. W. 55TH STREET CORAL SPRINGS, FL. 33067 PETER DAY 6447 N. W. 55TH STREET CORAL SPRINGS, FL. 33067

PRESIDENT

VICE PRESIDENT & SECRETARY

ARTICLE XI

The corporation shall indemnify any Officer or Director of this corporation to the full extent as permitted by law.

ARTICLE XII STOCKHOLDERS

The names and addresses of the stockholders of this corporation and the number of shares owned are:

GREG ZEITLIN 6447 N. W. 55TH STREET CORAL SPRINGS, FL. 33067 PETER DAY 6447 N. W. 55TH STREET CORAL SPRINGS, FL. 33067

50% (FIFTY PERCENT)

50% (FIFTY PERCENT)

ARTICLE XIII

The corporation reserves the right to amend, alter, change or repeal any provision or provisions thereof, contained in these Articles of Incorporation in the same manner now or hereafter prescribed by Statute, and all rights conferred upon its stockholders herein are granted subject to this condition.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation for the uses and purposes aforesaid and does hereby declare and certify that the facts contained herein are true, this <u>Seo</u> day of <u>March</u>, in the year 2000.

GREG-ARVITATN

DESIGNATED REGISTERED AGENT AND OFFICE

The designated registered agent and office of STAT LEARN, INC. is:

JOEL SCHLEIFER
2800 W. OAKLAND PARK BLVD.
SUITE 109
FORT LAUDERDALE, FLORIDA 33311

and he will accept service of process for the above stated corporation at the place designated herein.

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.

JOEL SCHLEIFER

DATE:

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