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TALLAHASSEE FL 32314

June 9, 2000

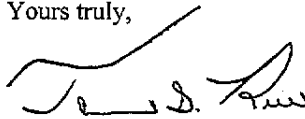
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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****122.50 *****78.75

Dear Sir:

Please find enclosed ⁽²⁾two originals of the Articles of Incorporation for American Educational Services, Inc. and a check signed by the President of the corporation in the amount of \$122.50. Please stamp the date of filing and return one copy and provide a Certificate of Incorporation. Return the stamped original and the Certificate of Incorporation to Donald J. Christie, 1534 Nottingham Drive, Winter Park, Florida 32792.

Yours truly,


Thomas S. Rice

TSR/enclosures

S. Thompeon JUN 19 2000

ARTICLES OF INCORPORATION
OF
AMERICAN EDUCATIONAL SERVICES, INC.

By the Articles of Incorporation, the incorporator forms a corporation for profit under Florida law.

ARTICLE I NAME

The name of this corporation is American Educational Services, Inc.

ARTICLE II TERM

This corporation shall exist perpetually.

ARTICLE III PURPOSE

The purpose of this corporation is to transact any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock of a par value of \$1.00 a share.

ARTICLE V REGISTERED AGENT

The registered agent for this corporation is DONALD J. CHRISTIE, 1534 Nottingham Drive, Winter Park, Seminole County, Florida 32792. The principal mailing address of this corporation is 1534 Nottingham Drive, Winter Park, Seminole County, Florida 32792. The principal place of business and the location at which the registered agent may be found is 1534 Nottingham Drive, Winter Park, Seminole County, Florida 32792.

ARTICLE VI DIRECTORS

This corporation shall have one director initially. The

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number shall be fixed by the bylaws and may be changed from time to time.

ARTICLE VII BOARD OF DIRECTORS

The name and address of each member of the first board of directors is: DONALD J. CHRISTIE, 1534 Nottingham Drive, Winter Park, Seminole County, Florida 32792.

ARTICLE VIII INCORPORATOR

The name and address of the incorporator is DONALD J. CHRISTIE, 1534 Nottingham Drive, Winter Park, Seminole County, Florida 32792.

ARTICLE IX BYLAWS

After the adoption of the initial bylaws by the directors, the bylaws may be adopted, amended or repealed by the stockholders of this corporation. The board of directors may adopt bylaws, subject to the shareholders' approval at their next ensuing meeting. But the bylaws adopted by the board of directors shall not conflict with those adopted by the stockholders.

ARTICLE X STOCK RESTRICTIONS

By agreement stockholders of this corporation may restrict or limit the sale or transfer, or both, of the stock of this corporation, restrict the right to encumber the stock and provide for the consideration to be paid for the stock after its original issuance. The bylaws shall provide for transfer on the corporate books in conformity with any agreement.

ARTICLE XI REPLACING STOCK CERTIFICATES

The board of directors may, by resolution, provide for the

issuance of stock certificates to replace lost or destroyed stock certificates.

ARTICLE XII AMENDMENT

These articles of incorporation may be amended in any manner provided by law.


DONALD J. CHRISTIE, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

Before me personally appeared DONALD J. CHRISTIE, who, being duly cautioned and sworn and personally known to me for nine years, executed these Articles of Incorporation for the purpose herein expressed.

The foregoing was acknowledged before me on this 10 day of June, 2000.

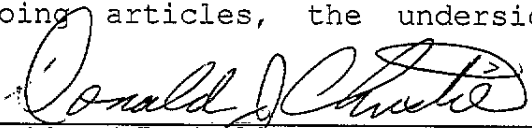

Notary Public/Commission Expires:

CONSENT FOR REGISTERED AGENT



Thomas Seville Rice
MY COMMISSION # CC748514 EXPIRES
July 27, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

Having been named as registered agent for at the registered office designated in the foregoing articles, the undersigned hereby accepts the designation.


DONALD J. CHRISTIE
Registered Agent