

**MARK P. BRYAN**  
**ATTORNEY AT LAW**  
**1498 EXCALIBUR DRIVE**  
**CLEARWATER, FL 33764**  
**(727) 403-9764**

**FILED**  
**00 JUL -3 PM 3:18**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

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June 28, 2000

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**-07/03/00--01094--005**  
**\*\*\*\*\*70.00 \*\*\*\*\*70.00**

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

Re: Filing of Articles of Incorporation

Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Incorporation for BUSINESS EDUCATION SYSTEMS, INC. and a check in the amount of \$70.00 for the filing fee. After filing, please send your letter and the filed stamped copy of the articles to my office.

Thank you for your assistance.

Yours truly,

*Mark P. Bryan*  
**MARK P. BRYAN**

**D. BROWN JUL - 6 2000**

**ARTICLES OF INCORPORATION  
OF  
BUSINESS EDUCATION SYSTEMS, INC.**

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TALLAHASSEE, FLORIDA

**ARTICLE ONE - NAME**

The name of the corporation is BUSINESS EDUCATION SYSTEMS, INC.

**ARTICLE TWO - PRINCIPAL OFFICE**

The principal place of business and the mailing address of the corporation are 1715 East Bay Drive, Suite D, Largo, FL 33771.

**ARTICLE THREE - CAPITAL STOCK**

The total number of shares of stock which the corporation is authorized to issue is 10,000 shares of common stock at a par value of \$.10 per share. Stock may be issued by the corporation from time to time for such consideration as may be determined by the Board of Directors. Each share of common stock shall represent one vote. Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be exclusively vested in the holders of the outstanding Common Share.

**ARTICLE FOUR - INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent for the corporation in the State of Florida is J. BYRON HORNER, 1715 East Bay Drive, Suite D, Largo, FL 33771.

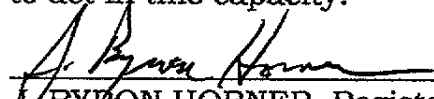
**ARTICLE FIVE - INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is J. BYRON HORNER, 1715 East Bay Drive, Suite D, Largo, FL 33771.

The undersigned incorporator has executed these Articles of Incorporation this 28<sup>th</sup> day of June, 2000.

  
J. BYRON HORNER, Incorporator

Having been named as registered agent to accept service of process for the above named corporation at the place designated in Article Four, I am familiar with the duties of a registered agent, accept the appointment as registered agent, and agree to act in this capacity.

  
J. BYRON HORNER, Registered Agent  
DATED: June 28, 2000