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Richard W. Copeland
Attorney at Law
Estate Planning and Administration

Legal Assistants:
Lolly Reeder
Candy Stanford

August 16, 2000

Please reply to:
631 Palm Springs Drive
Suite 115
Altamonte Springs, FL 32701
(407) 830-7220
Fax (407) 830-4391

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

Re: **GOLD STAR COLLEGE FUNDING & SERVICE, INC.**

To Whom It May Concern:

Please find enclosed the two original copies of Articles of Incorporation for the above-referenced organization and my check for \$70.00 to cover the filing fee.

After approval, please return a conformed copy of the Articles to this office.

Thank you for your assistance.

Very truly yours,

Richard W. Copeland/cs

Richard W. Copeland

RWC/chs
Enc.

FILED
00 AUG 18 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AUG 18 2000

ARTICLES OF INCORPORATION
OF
GOLD STAR COLLEGE FUNDING & SERVICE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I- Name

The name of this corporation is **GOLD STAR COLLEGE FUNDING & SERVICE, INC.**

Article II-Duration

This corporation shall exist into perpetuity unless sooner dissolved by law and commencing with the date of the filing of these Articles of Incorporation with the Department of State.

Article III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the United States and of the State of Florida.

Article IV - Capital Stock

This corporation is authorized to issue 7500 shares of \$1.00 par value common stock, which shall be designated "common stock."

Article V - Initial Registered Office and Agent

The address of the initial principal office of this corporation is 2763-B Hwy., Longwood, Florida 32779, and the name and address of the initial registered agent of this corporation is JOSEPH J. WARESAC, 199 Gene Gables Circle, Longwood, FL 32779.

Article VI - Initial Board of Directors

This corporation shall have **one** director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

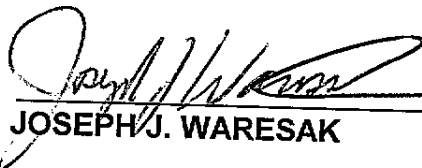
Joseph J. Waresak
2763-B Hwy. 434
Longwood, FL 32779

Article VII - Incorporator

The name and address of the person signing these Articles is:

Joseph J. Waresak
2763-B Hwy. 434
Longwood, FL 32779

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16 day of **August, 2000**.

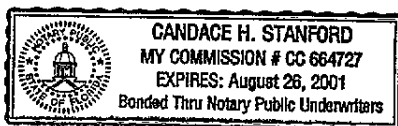

JOSEPH J. WARESAK

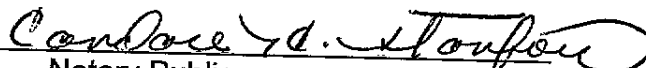
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **JOSEPH J. WARESAK**, known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged under oath before me that he executed those Articles of Incorporation.

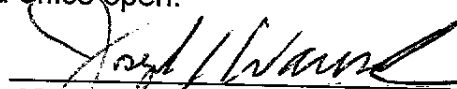
WITNESS my hand and official seal in the County and State named above this 16 day of **August, 2000**.




Candace H. Stanford
Notary Public
My Commission expires:

ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named in Article V of the foregoing Articles of Incorporation as the initial Registered Agent of the Corporation therein, hereby accepts such appointment, agrees to act in such capacity and agrees to comply with the provisions of law relative to keeping said office open.


JOSEPH J. WARESAK
Registered Agent