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ACADEMIC BILLING & COLLECTION, INC.

274 Wilshire Boulevard

Suite 269

Casselberry, Florida 32707

FILED
01 JAN 19 AM 8:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

January 16, 2001

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*****78.75 *****78.75

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

Dear Secretary of State:

I have enclosed our Articles of Incorporation for Academic Billing & Collection, Inc. to be recorded and filed with the State of Florida. I have also enclosed a check in the amount of \$78.75 to cover the cost of filing, registered agent designation and certified copy. Additionally, I have enclosed a postage paid envelope for your convenience.

If I can be of further assistance, please do not hesitate to contact me toll free (800) 514-9033.

Sincerely yours,


R. Keenan

RK/kw

Enclosures as stated

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ARTICLES OF INCORPORATION

ARTICLE I
CORPORATE NAME

The name of the Corporation is Academic Billing & Collection, Inc..

ARTICLE II
PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the laws of the State of Florida other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the State of Florida Corporations Code.

ARTICLE III
REGISTERED OFFICE/AGENT

The street address of the Corporation's initial registered office in the State of Florida is 274 Wilshire Blvd., Suite 269, Casselberry, FL, 32707 ;and the name of its initial registered agent at such address is R. Keenan.

ARTICLE IV
AUTHORIZED CAPITAL STOCK

The total number of shares of which the Corporation shall have the authority to issue are 1000, and the par value of each share shall be \$10.00.

ARTICLE V
PROVISIONS

The provisions for the regulations of the internal affairs of the Corporation shall be as set forth in the bylaws.

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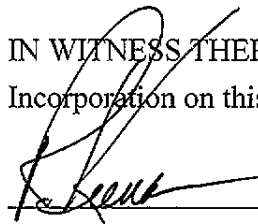
ARTICLE VI
BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is one.

The name and address of each person who is to serve as members of the initial Board of Directors of the Corporation are as follows:

R. Keenan, 274 Wilshire Blvd, Suite 269 Casselberry, FL 32707

IN WITNESS THEREOF, the undersigned incorporator has executed these Articles of Incorporation on this, the 16th day of January, 2001.



Incorporator