

HOLLAND & Knight, LLP
 Requester's Name

315 So. Calhoun St. Suite 600
 Address

Tallahassee, FL 425-5675
 City/State/Zip Phone #

PO 1000021613

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. BRB Code Educators Inc
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

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- Walk in Pick up time _____
 Mail out Will wait Photocopy

- Certified Copy
 Certificate of Status

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

FILED
 RECEIVED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 01 FEB 28 PM 3:24
 01 FEB 28 AM 11:42

SMITH FEB 28 2001

Examiner's Initials

ARTICLES OF INCORPORATION
OF
BRB CODE EDUCATORS, INC.

The undersigned, acting as incorporator of BRB Code Educators, Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

BRB Code Educators, Inc.

ARTICLE II. ADDRESS

The mailing address of the corporation is:

2432 Orchard Drive
Apopka, FL 32712

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation shall commence on the date of filing of these articles of incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the current registered office of the corporation is 2432 Orchard Drive, Apopka, FL 32712, and the name of the corporation's current registered agent at that address is Dennis K. Braddy.

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ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial director are:

<u>Name</u>	<u>Address</u>
Lorraine A. Ross	PMB 300 13799 78 th Ave. North Seminole, FL 33776
Joseph D. Belcher	PMB 316 425 South Chickasaw Trail Orlando, Florida 32825-7825
Dennis K. Braddy	2432 Orchard Drive Apopka, Florida 32712

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Robert J. Grammig	400 North Ashley Drive Suite 2300 Tampa, Florida 33602

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

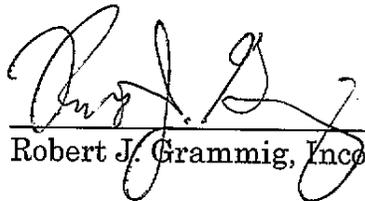
ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation effective as of the 21st day of February, 2001.


Robert J. Grammig, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

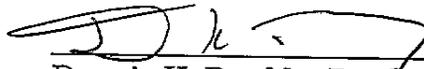
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That BRB Code Educators, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 2432 Orchard Drive, Apopka, FL 32712, has named Dennis K. Braddy as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Dated this 21 day of February, 2001.


Dennis K. Braddy, Registered Agent

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