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ACCOUNT NO. : 072100000032

REFERENCE : 123388 7268938

AUTHORIZATION :

Patricia Pignate

COST LIMIT : \$ 70.00

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TALLAHASSEE FLORIDA

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ORDER DATE : April 20, 2001

ORDER TIME : 11:51 AM

ORDER NO. : 123388-001

CUSTOMER NO: 7268938

CUSTOMER: Mr. John J. O'leary-7268938
Mr. John J. O'leary

2732 5th Court

Palm Harbor, FL 34684

400004081574--4

DOMESTIC FILING

NAME: OLSTROM LEARNING SERVICES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

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[Signature]

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF

OLSTROM LEARNING SERVICES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

OLSTROM LEARNING SERVICES, INC.

The address of the principal office of this corporation shall be 13238 North Dale Mabry Highway, Tampa, Florida 33618, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2732-- 5th Court, Palm Harbor, Florida 34684, and the name of the initial registered agent of the corporation at that address is John J. O'Leary.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

John J. O'Leary	2732 - 5th Court
Dir.	Palm Harbor, Florida 34684

Patricia O'Leary	2732 - 5th Court
Dir.	Palm Harbor, Florida 34684

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation: =

The Company Corporation
2711 Centerville Road, Suite 400
Wilmington, Delaware 19808 =

The undersigned incorporator has executed these Articles of Incorporation on April 26, 2001. =

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

dew

FILED

2001 APR 26 PM 2:56

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

JOHN J. O'LEARY, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

OLSTROM LEARNING SERVICES, INC.

JOHN J. O'LEARY is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: John J. O'Leary

Typed Name: JOHN J. O'LEARY

dew