

**Electronic Articles of Incorporation
For**

**P01000076506
FILED
August 03, 2001
Sec. Of State**

TRINITY EDUCATIONAL NETWORK SERVICES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

TRINITY EDUCATIONAL NETWORK SERVICES, INC.

Article II

The principal place of business address:

10029 NORTH ASTER ST.
TAMPA, FL. 33612

The mailing address of the corporation is:

P. O. BOX 1323
BRANDON, FL. 33509

Article III

The purpose for which this corporation is organized is:

AS PROVIDED BY LAW, TRINITY EDUCATIONAL NETWORK SERVICES, INC., D/B/A TRINITY EDUCATIONAL ACADEMY IS A COMPANY PROVIDING THE STRUCTURE, ACCOUNTABILITY AND SERVICES OF A NON-PUBLIC SCHOOL TO PARENTS EDUCATING THEIR CHILDREN AT HOME.

Article IV

The number of shares the corporation is authorized to issue is:

500,000

Article V

The name and Florida street address of the registered agent is:

JUAN VELAZQUEZ DR.
1305 BLOSSOM BROOK CT.
BRANDON, FL. 33511

I certify that I am familiar with and accept the responsibilities of
registered agent.

Registered Agent Signature: JUAN VELAZQUEZ

Article VI

The name and address of the incorporator is:

JUAN VELAZQUEZ
1305 BLOSSOM BROOK CT.

BRANDON, FLORIDA 33509

Incorporator Signature: JUAN VELAZQUEZ

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
JUAN VELAZQUEZ DR.
1305 BLOSSOM BROOK CT.
BRANDON, FL. 33511

Title: V
JOSE GOMEZ JR.
4920 BAYCREST DR.
TAMPA, FL. 33615

Title: ST
SARY L DONATO
1305 BLOSSOM BROOK CT.
BRANDON, FL. 33511

Article VIII

DIRECTORS:

After the initial Board of Directors, the board shall consist of such number of directors as shall be determined by the Shareholders from time to time at each annual meeting at which directors are to be elected, re-elected and appointed as provided in the By-laws of the Corporation.

Article IX

LIABILITY OF DIRECTORS:

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for:

- (i) breaches of the duty of loyalty, or unethical conduct
- (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law,
- (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or
- (iv) a transaction from which the director derives an improper personal benefit; or any other impropriety contrary to the principles and ethics established in the By-laws of the corporation. Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

Article X

STRUCTURE OF SHARES:

The total number of shares which the corporation shall have authority to issue is 500,000 shares of no par value stock with the following structure:

- a. Number of Voting Stocks issued are: 300,000 shares.
- b. Number of Non-Voting Stocks issued are: 200,000 shares.

Article XI

OTHER PROVISIONS:

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such

Article XI (continued)

proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal. The corporation shall have a corporate seal which shall be affixed to all deeds, mortgages, and other instruments affecting or relating to real estate.

Execution of Written Instruments.

All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President and the Vice-President, or by the President and the Secretary-Treasurer of the corporation. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer or officers or agents that are specifically designated by resolution of the Board of Directors, as provided by the By-laws of the Corporation.