

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Articles

STATE
TALLAHASSEE
FLORIDA

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FILED

1.) *Med eLearn, Inc.*
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

STATE
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**ARTICLES OF INCORPORATION
OF
MED eLEARN, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLE I
NAME**

The name of this corporation shall be:

MED eLEARN, INC.

**ARTICLE II
PRINCIPAL OFFICE OF BUSINESS**

The principal place of business of this corporation is:

1239 Chichester Street
Orlando FL 32803

**ARTICLE III
CAPITAL STOCK**

This corporation is authorized to issue one million (1,000,000) shares of one cent (\$0.01) par value common stock, which shall be designated "Common Shares".

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is:

33 S.E. 4th Street
Suite 102
Boca Raton FL 33432

The Initial registered agent is:

Robert M. Wolf, P.A.

ARTICLE V
INCORPORATOR

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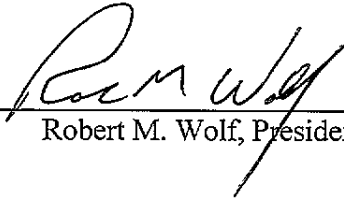
The name and address of the person signing these Articles as Incorporator is:

Robert M. Wolf, P.A.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
this 5 day of July, 2002.

Robert M. Wolf, P.A.

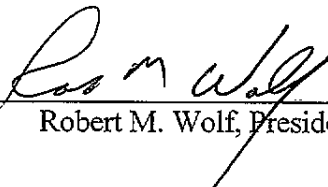

By: Robert M. Wolf, President

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION
NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT
AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY
OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 5 DAY OF July, 2002.

Robert M. Wolf, P.A.


By: Robert M. Wolf, President