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To: Division of Corporations
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From: Account Name : YOUR CAPITAL CONNECTION, INC.
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STATE OF FLORIDA
TALLAHASSEE

FLORIDA PROFIT CORPORATION OR P.A.

Success Development Institute, Inc.

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ARTICLES OF INCORPORATION SECRETARY OF STATE
TALLAHASSEE FLORIDA

OF

SUCCESS DEVELOPMENT INSTITUTE, INC.

ARTICLE I

NAME

The name of this corporation is Success Development Institute, Inc.

ARTICLE II

BUSINESS TO BE TRANSACTED

The nature of the business to be transacted by the corporation is:

To engage in the business of post secondary education and training and the associated development and delivery of products and services related thereto; and

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description; and

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the state of Florida and all other states and countries; and

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required; and

To purchase the corporate assets of any other corporation and engage in the same other character of business; and

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the state of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock; and

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To transact any and all lawful business for which incorporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III**CAPITAL STOCK**

This corporation shall be authorized to issue One Thousand (1000) shares of common stock.

ARTICLE IV**TERM OF EXISTENCE**

This corporation shall exist in perpetuity.

ARTICLE V**PRINCIPLE OFFICE**

This corporation shall have its principle office in the city of Fort Myers, county of Lee, State of Florida, at 1612 E. Cape Coral Parkway, Cape Coral, Florida 33904. The mailing address for the corporation is 1612 E. Cape Coral Parkway, Cape Coral, Florida 33904.

ARTICLE VI**REGISTERED AGENT OFFICE**

The street address of the registered office of this corporation in the state of Florida is 1612 E. Cape Coral Parkway, Cape Coral, Florida 33904. The directors may from time to time move the registered office to any other address in Florida. The initial registered agent of this corporation is Ronald S. Simon whose address is 1612 E. Cape Coral Parkway, Cape Coral, Florida 33904.

ARTICLE VII**INCORPORATOR**

The incorporator to these Articles of Incorporation is:

Ronald S. Simon
1612 E. Cape Coral Parkway
Cape Coral, Florida 33904

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ARTICLE VIII**DIRECTORS**

This corporation shall have two (2) directors, initially. The number of directors may be increased or decreased from time to time, by the by-laws adopted by the stockholders.

Russell A. Whitney
1612 E. Cape Coral Parkway
Cape Coral, Florida 33904

Ronald S. Simon
1612 E. Cape Coral Parkway
Cape Coral, Florida 33904

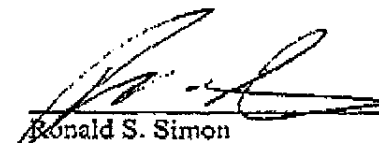
ARTICLE IX**CORPORATE OFFICERS**

The following-named persons shall hold the indicated offices of the corporation for the first year, from the date of incorporation and until their successors are elected and qualified:

Russell A. Whitney - President
1612 E. Cape Coral Parkway
Cape Coral, Florida 33904

Ronald S. Simon - Secretary and Treasurer
1612 E. Cape Coral Parkway
Cape Coral, Florida 33904

IN WITNESS WHEREOF, the subscriber has hereunto set his hand and seal this 18th day of July, 2003.



Ronald S. Simon
Incorporator

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CAPITAL CONNECTION

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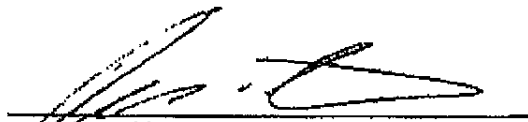
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ACCEPTANCE OF REGISTERED AGENT

I, Ronald S. Simon, having been named as the registered agent in the foregoing Articles of Incorporation of Success Development Institute, Inc., agree to accept service of process for the corporation at 1612 E. Cape Coral Parkway, Cape Coral, Florida 33904, and hereby agree to act as the registered agent and comply with the laws of the state of Florida relative to such position.

Dated this 18th day of July, 2003



Ronald S. Simon
Registered Agent

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