

**Electronic Articles of Incorporation
For**

P04000054039
FILED
March 26, 2004
Sec. Of State
tsmith

REAL LEARNING, 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:

REAL LEARNING, INC.

Article II

The principal place of business address:

57 SPARROW DRIVE
ROYAL PALM BEACH, FL. 33411

The mailing address of the corporation is:

57 SPARROW DRIVE
ROYAL PALM BEACH, FL. 33411

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

2000 SHARES ISSUED @ .01 PAR VALUE

Article V

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

PAM TAPLIN
57 SPARROW DRIVE
ROYAL PALM BEACH, FL. 33411

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

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Registered Agent Signature: PAM TAPLIN

Article VI

The name and address of the incorporator is:

KERRY WALSH
35 CARLETON AVE.
ISLIP TERRACE, NY 11752

Incorporator Signature: KERRY WALSH

Article VII

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

Title: P/D
PAM TAPLIN
57 SPARROW DRIVE
ROYAL PALM BEACH, FL. 33411

Title: VP/D
STACEY CRITCHLOW
13176 53RD COURT
ROYAL PALM BEACH, FL. 33411

Title: T
COURTNEY TAPLIN
57 SPARROW DRIVE
ROYAL PALM BEACH, FL. 33411

Title: S/D
ROY TAPLIN
57 SPARROW DRIVE
ROYAL PALM BEACH, FL. 33411