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SCOTT F. NELSON
CERTIFIED PUBLIC ACCOUNTANT
CERTIFIED FINANCIAL PLANNER
200 SOUTH HOOVER BOULEVARD, BUILDING 201
SUITE 140
TAMPA, FLORIDA 33609
813-286-7946 FAX 813-639-1142

June 14, 2004

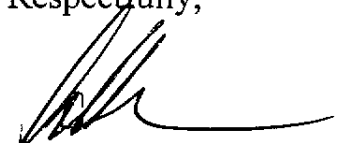
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Sunset Cove Learning Community, Inc.

To Wanda Cunningham:

Enclosed please find the original and one copy of the Articles of Incorporation. We originally sent in \$70.00 for an incorporation back in August of 2003 that was rejected . (See attached letter) Per our conversation, of 6-14-04 the costs of the filing fees are covered by the original check.

Respectfully,



Scott F. Nelson
Certified Public Accountant



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

August 6, 2003

SCOTT F. NELSON, CPA
200 SOUTH HOOVER BLVD., SUITE 140
TAMPA, FL 33609

SUBJECT: B.R.A.T., INC.
Ref. Number: W03000022203

We have received your document for B.R.A.T., INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6995.

Wanda Cunningham
Document Specialist
New Filings Section

Letter Number: 603A00045050

Handwritten notes:
Goes in Higgins
N/A
Mr. [unclear]
no need
[unclear]

ARTICLES OF INCORPORATION
of
SUNSET COVE LEARNING COMMUNITY, INC.

The undersigned subscriber(s) to these Articles of Incorporation, a natural person(s) competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: SUNSET COVE LEARNING COMMUNITY, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be

946 Bunker View Dr
Apollo Beach, FL 33572

ARTICLE III - DURATION

The corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue one thousand shares (1,000) of one Dollar (\$1.00) par value Common Stock, which shall be designated as "Common Shares."

To the extent permitted by law, said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954, as amended.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

SCOTT F. NELSON
200 SOUTH HOOVER BLVD.
BLDG. 201, SUITE 140
TAMPA, FLORIDA 33609

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SECRETARY OF STATE
TAMPA, FLORIDA

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Maritza Higgins
946 Bunker View Dr
Apollo Beach, FL 33572

ARTICLE VIII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

SCOTT F. NELSON
200 SOUTH HOOVER BLVD.
BLDG. 201, SUITE 140
TAMPA, FLORIDA 33609

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this ___14th day of June 2004.

Signature

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

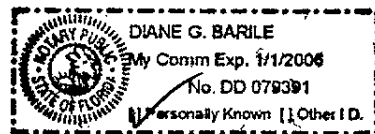
before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared SCOTT F. NELSON, known to me and known to be the person(s) who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 14th day of June 2004.

(Notary Seal)

(Notary Public, State of Florida at large)

My Commission expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT

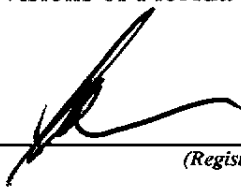
CERTIFICATE OF REGISTERED AGENT OF Sunset Cove Learning Community, Inc.

Pursuant to Florida Statutes Section 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered agent as indicated in the Articles of Incorporation at 200 SOUTH HOOVER BLVD, BLDG 201, SUITE 140, TAMPA, FLORIDA 33609 has named SCOTT F. NELSON, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



(Registered Agent)