

**Electronic Articles of Incorporation
For**

P06000002369
FILED
January 05, 2006
Sec. Of State
jshivers

BRAINASIUM, 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:

BRAINASIUM, INC.

Article II

The principal place of business address:

9665 WYETH COURT
WELLINGTON, FL. US 33414

The mailing address of the corporation is:

9665 WYETH COURT
WELLINGTON, FL. US 33414

Article III

The purpose for which this corporation is organized is:

PROVIDE EDUCATIONAL TOYS AND TUTORIAL SERVICES□□□□

Article IV

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

2000

Article V

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

JOHN BYRNE
9665 WYETH COURT
WELLINGTON, FL. 33414

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

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Registered Agent Signature: JOHN BYRNE

Article VI

The name and address of the incorporator is:

JOHN BYRNE
9665 WYETH COURT

WELLINGTON FL, 33414

Incorporator Signature: JOHN BYRNE

Article VII

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

Title: PVST
JOHN BYRNE
9665 WYETH COURT
WELLINGTON, FL. 33414 US

Title: D
JOHN BYRNE
9665 WYETH COURT
WELLINGTON, FL. 33414 US

Article VIII

The effective date for this corporation shall be:

01/04/2006