Electronic Articles of Incorporation For

P06000088458 FILED June 30, 2006 Sec. Of State Ipoole

LEARNING RX, 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:

LEARNING RX, INC.

Article II

The principal place of business address:

729 - 59TH AVENUE ST. PETE BEACH, FL. 33706

The mailing address of the corporation is:

729 - 59TH AVENUE ST. PETE BEACH, FL. 33706

Article III

The purpose for which this corporation is organized is:

EDUCATIONAL - READING, MATH AND THINKING SKILLS ENHANCEMENT.

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:

PATTY BURROWS 729 - 59TH AVENUE ST. PETE BEACH, FL. 33706 I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: PATTY BURROWS

Article VI

The name and address of the incorporator is:

PATTY BURROWS 729 - 59TH AVENUE

ST. PETE BEACH FL 33706

Incorporator Signature: PATTY BURROWS

Article VII

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

Title: PVST PATTY BURROWS 729 - 59TH AVENUE ST. PETE BEACH, FL. 33706

Title: D PATTY BURROWS 729 - 59TH AVENUE ST. PETE BEACH, FL. 33706

Article VIII

The effective date for this corporation shall be:

06/30/2006