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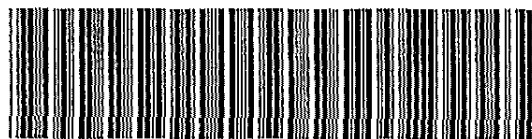
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U.S. DEPARTMENT OF THE TREASURY

2/14/07

TRANSMITTAL LETTER

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07 FEB 14 PM 2:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: ADVANCED LEARNING SYSTEMS, INC.

Enclosed are an original and one(1) copy of the Articles of Incorporation and a check for \$78.75 for Filing Fee & Certificate.

FROM: East Washington Accounting Services, Inc.
975 E. Washington Avenue
Pierson, FL 32180
(904) 501-0929



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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07 FEB 14 PM 2:18

FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

January 24, 2007

EAST WASHINGTON ACCOUNTING SERVICES INC.
975 E. WASHINGTON AVENUE
PIERSON, FL 32180

SUBJECT: ADVANCED LEARNING SYSTEMS, INC.
Ref. Number: W07000003950

We have received your document for ADVANCED LEARNING SYSTEMS, INC. and your check(s) totaling \$78.75. 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) 245-6973.

Claretha Golden
Document Specialist
New Filing Section

Letter Number: 907A00005709

**ARTICLES OF INCORPORATION
OF
ADVANCED LEARNING SYSTEMS INTERNATIONAL, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of the corporation shall be:

ADVANCED LEARNING SYSTEMS INTERNATIONAL, INC.

The principal place of business of this corporation shall be:

941 Deer Hammock Circle, St. Augustine, FL 32080

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CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE STATE OF FLORIDA

ARTICLE II: NATURE OF BUSINESS

This corporation is formed for the purpose of providing tutoring services to students and may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III: SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock, having no par value.

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial registered office of the corporation shall be 941 Deer Hammock Circle, St. Augustine, FL 32080 and the name of the initial registered agent of the corporation at that address is Sandra C. Fuller.

ARTICLE V: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI: PRE-EMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price for which it is offered to others.

ARTICLE VII: SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII: DIRECTORS

This corporation shall have one director initially. The name and address of the initial member of the Board of Directors is:

Sandra C. Fuller
Director

941 Deer Hammock Circle
St. Augustine, FL 32080

ARTICLE IX: OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until her successor is elected or appointed, is:

Sandra C. Fuller
President/Secretary/Treasurer

941 Deer Hammock Circle
St. Augustine, FL 32080

ARTICLE X: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Sandra C. Fuller
941 Deer Hammock Circle
St. Augustine, FL 32080

Sandra C. Fuller
SANDRA C. FULLER

1-19-07
DATE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Sandra C. Fuller
SANDRA C. FULLER

1-19-07

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