

**Electronic Articles of Incorporation
For**

P07000063387
FILED
May 29, 2007
Sec. Of State
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PRODIGY EDUCATION, 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:

PRODIGY EDUCATION, INC

Article II

The principal place of business address:

8803 S HOLLAND RD
SOUTHPORT, FL. 32409

The mailing address of the corporation is:

8803 S HOLLAND RD
SOUTHPORT, FL. 32409

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

Article V

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

GEORGE L HENDERSON
8803 S HOLLAND RD
SOUTHPORT, FL. 32409

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

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Registered Agent Signature: GEORGE L. HENDERSON

Article VI

The name and address of the incorporator is:

GEORGE L. HENDERSON
8803 S HOLLAND RD

SOUTHPORT, FL 32409

Incorporator Signature: GEORGE L. HENDERSON

Article VII

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

Title: P
GEORGE L HENDERSON
8803 S HOLLAND RD
SOUTHPORT, FL. 32409

Article VIII

The effective date for this corporation shall be:

06/15/2007