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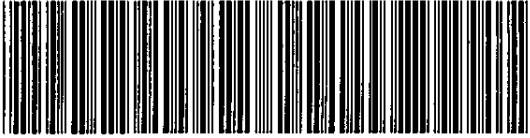
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EP 10/5/09

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FILE NO 047828.113024

September 28, 2009

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

Re: Rue Educational Publishers, Inc. – Nursing Division
Certificate of Domestication

To Whom It May Concern:

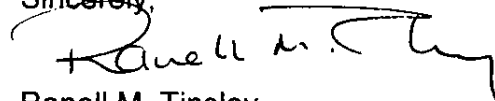
Enclosed is an original and one (1) copy of the Certificate of Domestication and a check in the amount of \$128.75.

Please return all correspondence concerning this matter to:

Ranell M. Tinsley
Johnson, Pope, Bokor, Ruppel & Burns, LLP
911 Chestnut Street
Clearwater, FL 33756

Should you have any questions, please do not hesitate to contact me at (727) 461-1818 extension 2153.

Sincerely,



Ranell M. Tinsley
Corporate Paralegal

**CERTIFICATE OF DOMESTICATION
FOR
RUE EDUCATIONAL PUBLISHERS, INC. – NURSING DIVISION**

The undersigned D. Paul Haagsma, President, of RUE EDUCATIONAL PUBLISHERS, INC. – NURSING DIVISION a foreign corporation, in accordance with section 607.1801, Florida Statutes, does hereby certify:

1. The date on which the corporation was first formed was May 9, 1990.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Indiana.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was RUE EDUCATIONAL PUBLISHERS, INC. – NURSING DIVISION.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to section 607.0202 and 607.0401, Florida Statutes, with this certificate is RUE EDUCATIONAL PUBLISHERS, INC. – NURSING DIVISION.
5. The jurisdiction before the filing of the Certificate of Domestication was Indiana.
6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to section 607.1801, Florida Statutes.
7. This domestication shall be effective in Florida on the date of filing.

Signed this 28th date of September, 2009.

RUE EDUCATIONAL PUBLISHER, INC.
NURSING DIVISION

By: Barbara J. Haagsma
Barbara J. Haagsma, Secretary

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
RUE EDUCATIONAL PUBLISHERS, INC. – NURSING DIVISION

The undersigned, acting as incorporator, does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of incorporating a professional corporation under the laws of the State of Florida.

ARTICLE I
NAME AND ADDRESS

The name of this professional corporation shall be RUE EDUCATIONAL PUBLISHERS, INC. – NURSING DIVISION. The mailing address of the Corporation is: 150 McMullen Booth Road South, Clearwater, FL 33759. The address of the Corporation's principal office is: 150 McMullen Booth Road South, Clearwater, FL 33759.

ARTICLE II
DURATION

This corporation shall have perpetual existence.

ARTICLE III
CAPITAL STOCK

The corporation is authorized to issue 10,000,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Cent (\$0.01).

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation shall be at 911 Chestnut Street, Clearwater, FL 33756, and the name of its initial registered agent at such address is MICHAEL G. LITTLE.

Prepared By:
Michael G. Little, Esquire
Johnson, Pope, Bokor,
Ruppel & Burns, LLP
911 Chestnut Street
Clearwater, Florida 33756
(727) 461-1818
Bar No. 0861677

ARTICLE V
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation shall be two (2), and the name(s) and address(es) of the person(s) sworn to serve as Directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Names</u>	<u>Addresses</u>
D. Paul Haagsma	150 McMullen Booth Road South Clearwater, FL 33759
Barbara J. Haagsma	150 McMullen Booth Road South Clearwater, FL 33759

ARTICLE VI
INCORPORATORS

The name and address of the incorporator is as follows:

<u>Names</u>	<u>Addresses</u>
Barbara J. Haagsma	150 McMullen Booth Road South Clearwater, FL 33759

ARTICLE VII
INDEMNIFICATION

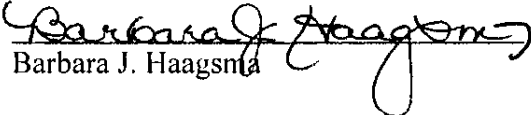
This Corporation shall indemnify and insure its officers and Directors, and any former officers and directors, to the fullest extent permitted by law, either now or hereafter.

ARTICLE VIII
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendmet thereto, and any right conferred upon the shareholders is subject to this reservation

[Signature on next page]

IN WITNESS WHEREOF, the undersigned, incorporator, has executed these Articles of Incorporation this 25 day of September, 2009.


Barbara J. Haagsma

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Fla. Stat. §48.091, RUE EDUCATIONAL PUBLISHERS, INC. – NURSING DIVISION, desiring to organize under the laws of the State of Florida hereby designates the undersigned, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.



Michael G. Little

#502187 v1

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TALLAHASSEE, FLORIDA