

Electronic Articles of Incorporation For

**P09000096152
FILED
November 24, 2009
Sec. Of State
epeterson**

SMARTHINKING, INC OF WASHINGTON DC

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:

SMARTHINKING, INC OF WASHINGTON DC

Article II

The principal place of business address:

1900 L. ST. NW
301
WASHINGTON, DC. 20036

The mailing address of the corporation is:

1900 L. ST. NW
301
WASHINGTON, DC. 20036

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS. ONLINE TUTORING AND ACADEMIC
SUPPORT

Article IV

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

13000000

Article V

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

CYNTHIA HEWITT
4253 WILLOW BAY DRIVE
WINTER GARDEN, FL. 34787

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

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Registered Agent Signature: CYNTHIA HEWITT

Article VI

The name and address of the incorporator is:

MARIO PIZZAMIGLIO
1900 L ST. NW
301
WASHINGTON, DC 20036

Incorporator Signature: MARIO PIZZAMIGLIO

Article VII

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

Title: DIR
JOHN O'CONNER
3425 PEACHTREE PKWY, #D-302
SUWANEE, GA. 30024

Title: DIR
RON MAHAN
3003 TAMiami TRAIL N. #400
NAPLES, FL. 34013

Title: DIR
GINA DUBBE
3060 WASHINGTON RD SUITE 200
GLENWOOD, MD. 21738

Title: CEO
KATHERINE CLARK
1900 L ST. NW #301
WASHINGTON, DC. 20036

Title: CFO
JOEL REISER
1900 L ST. NW #301
WASHINGTON, DC. 20036

Title: CTO
SUDEEP DHARAM
1900 L ST. NW #301
WASHINGTON, DC. 20036