

**Electronic Articles of Incorporation
For**

P11000085519
FILED
September 28, 2011
Sec. Of State
bmcknight

DEFINE LEARNING, 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:

DEFINE LEARNING, INC.

Article II

The principal place of business address:

555 NE 15TH STREET
SUITE 200
MIAMI, FL. US 33132

The mailing address of the corporation is:

806 W. PLYMOUTH ST
TAMPA, FL. US 33603

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:

MICHAEL C POWLESS
806 W. PLYMOUTH ST
TAMPA, FL. 33603

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

Registered Agent Signature: MICHAEL POWLESS

Article VI

The name and address of the incorporator is:

MICHAEL POWLESS
806 W. PLYMOUTH ST

TAMPA, FL 33603

Electronic Signature of Incorporator: MICHAEL POWLESS

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: DIR
JAVIER RAMIREZ
2275 BISCAYNE BLVD
MIAMI, FL. 33137 US

Title: DIR
MICHAEL POWLESS
806 W PLYMOUTH ST
TAMPA, FL. 33603 US

Article VIII

The effective date for this corporation shall be:

09/26/2011