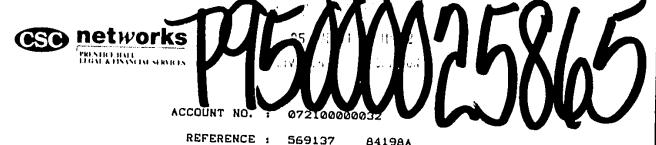
904-222-9171 904-222-0393 FAX



569137

841984

AUTHORIZATION :

COST LIMIT : 9 70.00

ORDER DATE : March 30, 1995

ORDER TIME : 10:35 AM

ORDER NO. : 569137

700001445057

CUSTOMER NO:

84198A

CUSTOMER: Randall Leshin, esq

RANDALL L. LESHIN, ESQ

1921 E. Atlantic Boulevard Pompanc Beach, FL 33062

DOMESTIC FILING

NAME:

SYLVAN FRANKLIN INSTITUTE,

INC.

MAR 31 FH 1: 26

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

T. BROWN MAR 3 1 1995

95 MAR 31 PH 1: 26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SYLVAN FRANKLIN INSTITUTE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SYLVAN FRANKLIN INSTITUTE, INC.

The address of the principal office of this corporation shall be 1921 East Atlantic Boulevard, Pompano Beach, Florida 33062, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation 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. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$10.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Joseph L. Franklin Dir.

1921 East Atlantic Boulevard Pompano Beach, Florida 33062

Nancy H. Smith Dir.

Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Joseph L. Franklin Pres./Treas.

Nancy H. Smith V.Pres./Sec.

1921 East Atlantic Boulevard Pompano Beach, Florida 33062

Same

ARTICLE VIII. INCORPORATOR

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

Corporation Information Services, Inc. 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on March 31, 1995.

CORPORATION INFORMATION SERVICES, INC.

Its Agent, Laura R. Dunlap

95 MAR 31 FM 1: 26

ATED

ATED

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION JNFORMATION SERVICES, INC.

By: Alling R. Dunlan

LEL/jwk