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TALLAHASSEE, FL 32301
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P9500040658

ACCOUNT NO. : 072100000032

REFERENCE : 603395 11109A

AUTHORIZATION :

Patricia Pizzato

COST LIMIT : \$ 122.50

ORDER DATE : May 23, 1995

6000014968206

ORDER TIME : 10:01 AM

ORDER NO. : 603395

CUSTOMER NO: 11109A

CUSTOMER: Mr. Hanping Xu, Legal Asst
BECKER & POLIAKOFF

3111 Stirling Road

Ft. Lauderdale, FL 33312

DOMESTIC FILING

NAME: THE UNITED EDUCATION SOFTWARE
CORP.

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

T. BROWN

MAY 23 1995

RECEIVED
95 MAY 23 AM 10:38
DIVISION OF CORPORATION

FILED
95 MAY 23 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
THE UNITED EDUCATION SOFTWARE CORP.**

FILED
95 MAY 23 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this Corporation is **THE UNITED EDUCATION SOFTWARE CORP.**

**ARTICLE II
PURPOSES**

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

**ARTICLE III
STOCK**

This Corporation is authorized to issue **10,000** shares of common stock with a par value of \$1.00 per share.

**ARTICLE IV
REGISTERED AGENT**

The street address of the initial registered office of this Corporation is **3111 STIRLING ROAD, FT. LAUDERDALE, FL 33312**; and the name of the initial registered agent at that address is **WEIBO ZHENG**.

**ARTICLE V
DIRECTORS**

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time as provided in the Bylaws, but shall never be less than one. The name and address of the initial director of this Corporation is

**YUGANG REN
990 NW 166 STREET
MIAMI, FL 33169**

**ZHUHAI ZHAO
990 NW 166 STREET
MIAMI, FL 33169**

**ARTICLE VI
INCORPORATOR**

The name and address of the incorporator of this Corporation is **WEIBO ZHENG, 3111 STIRLING ROAD, FT. LAUDERDALE, FL 33312.**

**ARTICLE VII
ADDRESS**

The principal office and mailing address of the corporation is **3111 STIRLING ROAD, FT. LAUDERDALE, FL 33312.**


**ARTICLE VIII
INDEMNIFICATION**

This Corporation shall indemnify, defend, save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

**ARTICLE IX
PERPETUAL EXISTENCE**

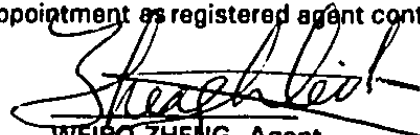
This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on May 19, 1995.


WEIBO ZHENG, Incorporator

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.


WEIBO ZHENG, Agent