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Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

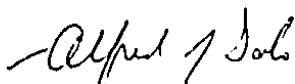
RE: Internet Educational Services, Inc.

Gentlemen:

Enclosed is an original and a copy of the Articles of Incorporation for the above referenced company and a copy of the Certificate of Domicile.

Also enclosed is our check in the amount of \$70.00 to cover the various fees. Please send an acknowledgment of receipt of these monies.

Very truly yours,


Alfred J. Salo

F. CHESSEB JUL 26 1995

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

Internet Educational Services, Inc.

1. NAME: The name of this corporation is: Internet Educational Services, Inc.
2. DURATION: The period of its duration is perpetual.
3. PURPOSE: The purpose is to engage in any activities or business permitted under the laws of the United States and of Florida.
4. CAPITAL STOCK: The corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.
5. INITIAL REGISTERED AGENT AND OFFICE: The street address of its initial registered agent is: 100 Pierce St. Unit 307 Clearwater, FL 34616 and the name of its initial registered agent at said address is: Alfred J. Salo.
6. MAILING ADDRESS OF CORPORATION: The complete mailing address of the Corporation is: Internet Educational Services, Inc.
100 Pierce St. Unit 307
Clearwater, FL 34616
7. INITIAL BOARD OF DIRECTORS: This corporation shall have one director, initially, and the name and address of the initial director is: Alfred J. Salo at 100 Pierce St. Unit 307 Clearwater, FL 34616.
8. INCORPORATOR: The name and address of the person signing these Articles of Incorporation is: Alfred J. Salo at 100 Pierce St. Unit 307 Clearwater, FL 34616.
9. EFFECTIVE DATE: These Articles are to be effective upon receipt.

DATED: 7/21/95

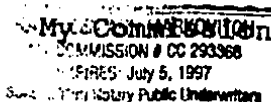
Alfred J. Salo
Alfred J. Salo

STATE OF FLORIDA
COUNTY OF PINELLAS

I hereby certify, that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Alfred J. Salo to me known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 21st day of July, 1995.

Kathleen Ann Markovitch
NOTARY PUBLIC



Expires: 7/5/97

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

First - That Internet Educational Services, Inc., desiring to
organize under the laws of the State of Florida with its principle
offices located, as indicated in the Articles of Incorporation in the
City of Clearwater, County of Pinellas, State of Florida, has named
Alfred J. Salo located at 100 Pierce St. Unit 307, in the City of
Clearwater, County of Pinellas, State of Florida, as its agent to
accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate, I hereby
accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said office.

BY: ✓ Alfred J. Salo
(Resident Agent)

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