

OFFICES

VAN STILLMAN, ESQ.

CLINT MOORE ROAD, SUITE 104  
BOCA RATON, FLORIDA 33487

TELEPHONE (407) 987-2228

95000061145

400001554174  
-08/07/95--01049--011  
\*\*\*\*122.50 \*\*\*\*122.50

August 2, 1995

TO: Corporations

RE: College Aid Program, Inc.

Enclosed is a check for \$122.50 to cover the filing costs for this corporation. Please forward the Certificate of Incorporation and one stamped in copy of the articles to:

L. Van Stillman, ESQ.  
902 Clint Moore Rd. Suite 104  
Boca Raton, Florida 33487

Thank you,

  
L. Van Stillman

08/07/95

FILED  
95 AUG -7 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
COLLEGE AID PROGRAM, INC.**

---

**FILED**  
95 AUG -7 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

**ARTICLE I**

The name of the corporation is **COLLEGE AID PROGRAM, INC.**

**ARTICLE II**

The corporation is to commence its corporate existence on the date of subscription and acknowledgement of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

**ARTICLE III**

The corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV**

The corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value stock. Each outstanding share shall be entitled to one vote on each matter submitted to a vote at a meeting of the Shareholders.

The shares of stock may be issued for such consideration having a value not less than par value of the share issued therefor as is determined from time to time by the Board of Directors to be paid in whole or in part, in cash or property, tangible or intangible, or in labor or services performed for the corporation. Shares may be issued in exchange for written promises to perform services in the future. If shares are issued without full consideration being paid prior to issuance, notice shall be given to all stockholders ten (10) days prior to such issuance.

**ARTICLE V**

The principal address of the corporation shall be 902 Clint Moore Road, Suite 104 Boca Raton, FL 33487.

## **ARTICLE VI**

All corporate powers shall be executed by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors.

The corporation shall have one (1) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the by-laws of the corporation.

The names and street addresses of the initial director who shall hold office until their successors shall be chosen at the first meeting of the Stockholders who have qualified shall be:

Sidney Chaplin  
902 Clint Moore Road  
Suite 104  
Boca Raton, FL 33487

## **ARTICLE VII**

The corporation shall indemnify any present or former officer or director or person exercising powers and duties of a director to the full extent now or hereafter permitted by law.

## **ARTICLE . II**

The power to adopt, alter, amend or repeal by laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any by-law adopted by the Shareholders if the Shareholders provide that the by-law shall not be altered, amended or repealed by the Board of Directors.

## **ARTICLE IX**

These articles of Incorporation may be amended by any time by a vote of the majority of the voting stock of the corporation outstanding at any regular meeting of the Stockholders or at any special meeting of the Stockholders called for that purpose.

## **ARTICLE X**

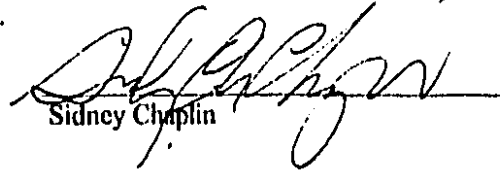
The name and address of the Incorporator to these articles of Incorporation is:

Sidney Chaplin  
902 Clint Moore Road  
Suite 104  
Boca Raton, FL 33487

**ARTICLE XI**

The street address of the initial registered office of the corporation is 902 Clint Moore Road, Suite 104, Boca Raton, FL 33487 and the name of the initial registered agent of the corporation at that address is Sidney Chaplin.

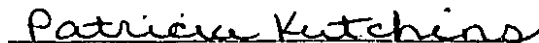
**IN WITNESS WHEREOF**, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 31 day of July, 1995.

  
Sidney Chaplin

STATE OF FLORIDA                    )  
  ) ss.  
COUNTY OF PALM BEACH        )

**BEFORE ME**, the undersigned authority an officer duly authorized to administer oaths and take acknowledgements, personally appeared **Sidney Chaplin** known to me and known by me to be the person who executed the foregoing Articles of Incorporation and the he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

**WITNESS** my hand and official seal this 31 day of July, 1995, at Boca Raton, Palm Beach County, Florida.

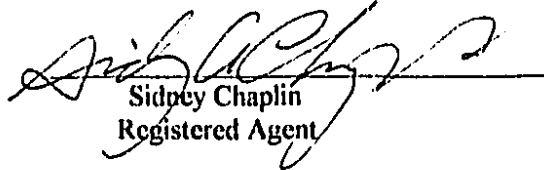
  
Notary Public

MY COMMISSION EXPIRES:



**CERTIFICATE OF REGISTERED AGENT**

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
Sidpey Chaplin  
Registered Agent

Dated: 7/31/95

**FILED**  
95 AUG -7 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TO :  
DEPARTMENT OF STATE

DATE

NUMBER

8-28-95

538

P95000061145

STATE OF FLORIDA  
OFFICE OF STATE TREASURER  
TALLAHASSEE FLORIDA

FUND	AMOUNT	REASON RETURNED	KEY #
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS	1
TRUST	1,967.50	ACCOUNT CLOSED	2
OTHER		UNCOLLECTED FUNDS	3
TOTAL	1,967.50	OTHER	4

CROSS REF	SAMAS CODE	REASON	AMOUNT
12	45-20-2-130001-45300000-00-000100-00	2	50.00
12	45-20-2-130001-45300000-00-000100-00	1	75.00
12	45-20-2-130001-45300000-00-000100-00	3	122.50
12	45-20-2-130001-45300000-00-000100-00	3	122.50
12	45-20-2-130001-45300000-00-000100-00	4	122.50
12	45-20-2-130001-45300000-00-000100-00	1	225.00
12	45-20-2-130001-45300000-00-000100-00	1	225.00
12	45-20-2-130001-45300000-00-000100-00	1	225.00
12	45-20-2-130001-45300000-00-000100-00	1	225.00
12	45-20-2-130001-45300000-00-000100-00	1	575.00

GRAND TOTAL:

\$ 1,967.50

Process Date: 08/11/95

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.

State Treasurer

RECEIVED

95 AUG 25 AM 10:40

ORUS TRAVEL CORPORATION  
902 CLINT MOORE RD., STE. 106  
BOCA RATON, FL 33487

1219

8/18 95

PAY  
TO THE  
ORDER OF

Secretary of State

One hundred twenty-two and 00/100

\$ 122.00

DOLLARS

**NationsBank**  
NationsBank of Florida, N.A.  
Delray Beach, Florida 33487

HOLD ON FUNDS

FOR

⑆0001219⑆ ⑆067002436⑆ 3603916648⑆  
030143528 5401 5103 05 ⑆00000012250⑆

26/001/104 02C 1000004444 029-07 1063000047

20  
05-363087-3514  
AG 95 08 11 35  
NATIONSBANK  
1 OF FLORIDA N.A.  
11 AG 95 10 2

AG 95 10  
NATIONS RANK

1919  
C  
1  
1919  
1919  
1919  
1919  
1919  
1919  
1919

DEPT OF STATE 4500453  
FOR DEPOSIT ONLY  
-08/07/95--01049--011  
-----\*\*\*122.50





**FLORIDA DEPARTMENT OF STATE**

Sandra B. Mortham  
Secretary of State

September 1, 1995

Orus Travel Corporation  
902 Clint Moore Rd., Suite 106  
Boca Raton, FL 33487

**SUBJECT: COLLEGE AID PROGRAM, INC.**  
Ref. Number: P95000061145

**Debit Memo #: 60538-C**

This is to inform you that your check #1219 dated August 8, 1995 in the amount of \$122.50 and submitted for COLLEGE AID PROGRAM, INC. has been returned to us by your bank because of Hold On Funds.

We request that you remit a cashier's check or money order in amount of \$137.50 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashiers check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations  
Attn: Melinda Lilliston  
P.O. Box 6327  
Tallahassee, FL 32314

If you have any questions concerning the returned check, please call  
(904) 487-6900.

Sincerely,  
Melinda Lilliston  
Administrative Assistant I  
Division of Corporations

Letter number: 695A00040760

cc: College Aid Program, Inc.  
902 Clint Moore Rd., Suite 104  
Boca Raton, Florida 33487



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

October 3, 1995

Orus Travel Corp.  
902 Clint Moore Rd., Suite 106  
Boca Raton, FL 33487

SUBJECT: COLLEGE AID PROGRAM, INC.  
Ref. Number: P95000061145

Debit Memo #: 60538-C

Due to your failure to respond to our previous letter advising you of the returned check #1219, the Articles of Incorporation for COLLEGE AID PROGRAM, INC. have been cancelled and are considered not filed as of October 3, 1995.

The name of your corporation is now available for use.

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely  
Melinda Lilliston  
Administrative Assistant I  
Division of Corporations

Letter number: 695A00044989

cc:College Aid Program, Inc.  
902 Clint Moore Rd., Suite 104  
Boca Raton, Florida 33487



P95000061145

FLORIDA DEPARTMENT OF STATE  
Sandrine M. McLean  
Secretary of State

October 3, 1995

Orus Travel Corp.  
902 Clint Moore Rd., Suite 106  
Boca Raton, FL 33487

SUBJECT: COLLEGE AID PROGRAM, INC.  
Ref. Number: P95000061145

Debit Memo #: 60538-C

Due to your failure to respond to our previous letter advising you of the returned check #1219, the Articles of Incorporation for COLLEGE AID PROGRAM, INC. have been cancelled and are considered not filed as of October 3, 1995. 618258  
10/24/95--01025--003  
\*\*\*\*122.50 \*\*\*\*122.50

The name of your corporation is now available for use.

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely  
Melinda Lilliston  
Administrative Assistant I  
Division of Corporations

Letter number: 695A00044989

cc: College Aid Program, Inc.  
902 Clint Moore Rd., Suite 104  
Boca Raton, Florida 33487

10-24-95

Reactivated art. of  
Incorporation.

ML