

FEB-28-1998 10:03 AM
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FLORIDA DIVISION OF CORPORATIONS
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(((H96000002804))) ELECTRONIC FILING COVER SHEET
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DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 302-4010
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FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H96000002804))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: EDUCATIONAL PROJECTS OF AMERICA, INC.
FAX AUDIT NUMBER: H96000002804 CURRENT STATUS: REQUESTED
DATE REQUESTED: 02/28/1998 TIME REQUESTED: 10:03:53
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
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TALLAHASSEE, FLORIDA

RECEIVED
56 FEB 28 PM 12:09
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
EDUCATIONAL PROJECTS OF AMERICA, INC.

RECORDED
FEB 28 1996
HILLSBORO BEACH, FLORIDA

ARTICLE 1. Name: The name of the corporation will be: EDUCATIONAL PROJECTS OF AMERICA, INC.

ARTICLE 2. Term of Existence. This Corporation shall have perpetual existence.

ARTICLE 3. Nature of Business. This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 4. Capital Stock. This Corporation is authorized to issue one thousand (1,000) shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE 5. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE 6. Preemptive Rights. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE 7. Initial Registered Office and Agent.

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LAW OFFICES OF EDWARD BOBICK, PA 1149 HILLSBORO MILE HILLSBORO BEACH, FLORIDA 33062 TELEPHONE (305) 427-1358

EDWARD BOBICK, ESQ.
1149 HILLSBORO MILE
HILLSBORO BEACH, FL 33062
(305) 427.1358 / FBX. 324949

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The street address of the initial registered office of this Corporation is 1149 Hillsboro Mile, 603N, Hillsboro Beach, Florida 33062, and the name of the initial registered agent of this Corporation at that address is EDWARD BOBICK.

ARTICLE 8. Initial Board of Directors. The Corporation shall have one director initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Director of this corporation is:

EDWARD BOBICK 1149 Hillsboro Mile, 603N
Hillsboro Beach, Florida 33062.

ARTICLE 9. Incorporator. The person signing these Articles of Incorporation has the following name and address:

EDWARD BOBICK 1149 Hillsboro Mile, 603N
Hillsboro Beach, Florida 33062.

ARTICLE 10. Principal Office. The principal offices of the corporation are:

1149 Hillsboro Mile. 603N
Hillsboro Beach, Florida 33062

ARTICLE 11. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has

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executed these Articles of Incorporation this 27th day of February
1996.

Edward Mobick

EDWARD MOBICK

Bar No. 224949

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally
appeared EDWARD MOBICK, known to me and known by me to be the
person who executed the foregoing Articles of Incorporation and he
acknowledged before me that he executed the same for the use and
purposes therein expressed.

WITNESS my hand and official seal this 27th day of
February, 1996.

Debra K. Johnson

NOTARY PUBLIC



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CONSENT TO APPOINTMENT OF REGISTERED AGENT

TO: SANDRA BARRINGER MORTHAM, SECRETARY OF STATE
STATE OF FLORIDA, DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA 32304

I, EDWARD BOBICK, do hereby consent to serve as Registered
Agent for EDUCATIONAL PROJECTS OF AMERICA, INC.

Edward Bobick

EDWARD BOBICK

ADDRESS OF REGISTERED AGENT:
1149 Hillsboro Mile, 603N
Hillsboro Beach, Florida 33062

STATE OF FLORIDA
COUNTY OF BROWARD

Before me personally appeared, Edward Bobick, to me known
and known to me to be the person described in and who executed the
foregoing Consent to Appointment as Registered Agent, and he
acknowledged to and before me that he executed said instrument for
the purposes therein expressed.

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WITNESS my hand and official seal this 27th day of
February, 1996.

Debra K. Johnson

Notary Public

State of Florida



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26 FEB 22 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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