

P96000037261

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Mailor No. _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Yellow (CONSULTING)
Group, Inc. 53 APR 30 PM 2:23

- Capital Express™
- Art. of Inc. File
- Corp. Record Search
- Ltd. Partnership File
- Foreign Corp. File
- () Coll. Copy(s)
- Art. of Amend. File
- Dissolution/Withdrawal
- C U B
- Fictitious Name File
- Name Reservation
- Annual Report/Reinstatement
- Reg. Agent Service
- Document Filing
- Corporate KII
- Vehicle Search
- Driving Record
- Document Retrieval
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- File No.'s, Copies
- Courier Service
- Shipping/Handling
- Phone ()
- Top Priority
- Express Mail Prop.
- FAX () pgs.

SUBTOTALS _____

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

PH 4/30/96

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____ BY _____ CK No. _____

WALK-IN Will Pick Up 4/30 12:00

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

Articles of Incorporation
of
Bellonzi Consulting Group, Inc.

FILED
JAN 20 1993
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I: Name

The name of this Corporation is Bellonzi Consulting Group, Inc.

FILED
JAN 20 1993
TALLAHASSEE, FLORIDA

ARTICLE II: Commencement and Duration

This Corporation began in existence upon 20 April, 1993 and shall exist perpetually or until dissolved according to law. The name may from time to time be changed as set forth in the by-laws.

ARTICLE III: Purpose

The purpose for which this Corporation is organized is to do business or engage in any activity permitted to corporations under the laws of the United States and of the State of Florida.

ARTICLE IV: Authorized Shares

Number: The aggregate number of shares that the Corporation shall have initial authority to issue is Ten Thousand (10,000) shares of Capital Stock with a par value of One Dollar (\$1.00) per share.

Initial Issue: The initial issue shall be One Hundred (100) shares of the Capital Stock of the Corporation for cash at par value of One Dollar (\$1.00) per share.

Stated Capital: The sum of the par value of all shares of Capital Stock of the Corporation that have been issued shall be the stated capital of the Corporation at any particular time.

Dividends: The holders of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of the Corporation.

No Classes of Stock: The shares of the Corporation are not to be divided into classes, and there shall be but one class of stock in this Corporation.

No Shares in Series: The Corporation is not authorized to issue shares in series.

ARTICLE V: Initial Registered Office and Agent

The initial registered office and agent of the corporation is Capital Connection, 417 East Virginia Street, Suite 1, Tallahassee, Florida 32301, Telephone 904/224-8870.

ARTICLE VI: Principal Place of Business

The principal place of business and mailing address of the corporation is 8222 Courtleigh Drive, Orlando, Florida 32835, Telephone 407/299-6662. The principal place of business and mailing address of the corporation may from time to time be changed as set forth in the by-laws.

ARTICLE VII: Number of Directors

The number of Directors of this Corporation shall be not less than one nor more than five. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII: Incorporation Director

The name and residence address of the person who shall serve as incorporation director until the first annual meeting of Shareholders, or until his successors shall have been elected and qualified, are: James Bellonzi, 8222 Courtleigh Drive, Orlando, Florida 32835, Telephone 407/521-9372.

ARTICLE IX: Incorporator

The name and address of the incorporator are: James Bellonzi, 8222 Courtleigh Drive, Orlando, Florida 32835, Telephone 407/521-9372.

ARTICLE X: Amendment of Articles

The Shareholders shall have the power to adopt, amend, or repeal these Articles of Incorporation when proposed and approved at a Stockholders' meeting by not less than a two-thirds vote of the common stock.

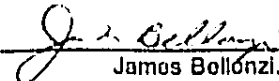
ARTICLE XI: Pro-Emptive Rights

The holders of the common stock of this Corporation shall have pro-emptive rights to purchase, at prices, terms, and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this Corporation as may be issued for money or any property or services from time to time (except future services), in addition to that stock authorized and issued initially by the Corporation. The pro-emptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

ARTICLE XII: Cumulative Voting

Each holder of common shares of this Corporation shall be allowed to vote shares cumulatively so as to give one candidate as many votes as the number of directors to be elected multiplied by the number of each such Shareholder's shares and to distribute them among as many candidates as the Shareholder may wish. Notice must be given by the Shareholder to the President or Vice President of this Corporation not less than 24 hours prior to the time set for the holding of a Shareholders' meeting for the election of directors stating that Shareholder intends to vote cumulatively at said election.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orlando, Florida this 26 day of April, 1996.

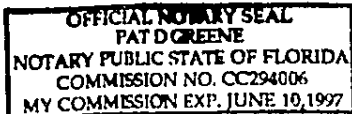

James Bellonzi, Incorporator
8222 Courtleigh Drive
Orlando, Florida 32835
Telephone 407/521-9372

STATE OF FLORIDA)
COUNTY OF ORANGE)
 Osceola

BEFORE ME, the undersigned authority, personally appeared James Bellonzi, known by me or identified by Florida Drivers License to be the person described above, and he did acknowledge before me that he did sign the foregoing as Incorporator on the date indicated, and he was sworn.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Orlando, Florida this 26 day of April 1996.


Notary Public



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE

for

THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
9 APR 30 PM 04:00
TALLAHASSEE, FLORIDA

In pursuance of the General Corporation Act of Florida, the following is submitted:

WITNESSETH that *Bollonzi Consulting Group, Inc.*, desiring to organize under the laws of the State of Florida has named its registered agent to accept service of process within this State and its principal office as indicated in the Articles of Incorporation as: James Bollonzi, 8222 Courtlough Drive, Orlando, Florida 32835, Telephone 407/521-9372, and whose business address at which he will accept service of process for the corporation is Capital Connection, 417 East Virginia Street, Suite 1, Tallahassee, Florida 32301, Telephone 904/224-8870.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the 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, and I understand and accept the obligations of registered agents as provided for in §807.325 Florida Statutes.

EXECUTED this 20 day of April, 1996.

CAPITAL CONNECTION, INC. by

Jennifer Starling

Print Name: Jennifer Starling

Title: Client Representative

417 East Virginia Street, Suite 1
Tallahassee, Florida 32301
Telephone 904/224-8870

STATE OF FLORIDA]
COUNTY OF LEON]

BEFORE ME, the undersigned authority, personally appeared Jennifer Starling known by me or identified by Florida Drivers License to be the person described above, and he did acknowledge before me that he did sign the foregoing as Resident Agent on the date indicated, and he was sworn.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Tallahassee, Florida this 26 day of April 1996.

Crystal C. Dugger
Notary Public



CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

P96000037261

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Bellonzi Consulting
Group, Inc.

<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input type="checkbox"/> () Cert. Copy(n)		
<input checked="" type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U B.		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation	*****35.00	*****35.00
<input type="checkbox"/> Annual Report/Statement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		

SECRET
 97MAY-6 PM 1:56
 TALLAHASSEE FLORIDA

5/6

SUBTOTALS	
FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

John
Change
 RECEIVED
 97MAY-1 AM 8:45
 DIVISION OF CORPORATIONS

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	5-1-97		
TIME	830		CK No. _____
BY	CJB		

WALK-IN
 Will Pick Up _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

May 1, 1997

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: BELLONZI CONSULTING GROUP, INC.
Ref. Number: P96000037261

We have received your document for BELLONZI CONSULTING GROUP, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be signed by an incorporator if it was adopted by the incorporators. Carla Bellonzi was not an incorporator of this entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 297A00022856

Handwritten signature

97 MAY -6 PM 1:19
RECEIVED

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
97 MAY -6 PM 1:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

BELLONZI CONSULTING GROUP, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

AMEND ARTICLE I AS FOLLOWS:

THE NAME OF THE CORPORATION IS
FLORIDA TECHNOLOGY EDUCATION, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 5/1/77

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 25TH day of APRIL, 19 97

Signature Carla M Bellonzi
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

CARLA M. BELLONZI

Typed or printed name

PRESIDENT

Title