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96 MAY -1 AM 8:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 935251 7108533

AUTHORIZATION :

Patricia Pyritz

COST LIMIT : \$ 70.00

ORDER DATE : April 29, 1996

ORDER TIME : 10:41 AM

ORDER NO. : 935251

CUSTOMER NO: 7108533

200001808512

CUSTOMER: Mr. George Young
MR. GEORGE YOUNG

W96-9359

P.o. Box 422783

502

Kissimmee, FL 34742-2783

DOMESTIC FILING

NAME: LEEANN CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

KH
5-6-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 2, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

*Resubmit - use Original Submit
date as file date.*

SUBJECT: LEEANN CORPORATION
Ref. Number: W96000009359

We have received your document for LEEANN CORPORATION and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 496A00021252

ARTICLES OF INCORPORATION
OF
LEEANN & CO., INC.

FILED
96 MAY -1 AM 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

LEEANN & CO., INC.

The address of the principal office of this corporation shall be Post Office Box 422783, Kissimmee, Florida 34742-2783, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2209 H Pontina Court, Kissimmee, Florida 34741, and the name of the initial registered agent of the corporation at that address is George Young.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

George Young

2209 H Pontina Court
Kissimmee, Florida 34741

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on May 1, 1996.

Deborah D. Skipper

Incorporator
It's Agent, Deborah D. Skipper

RLL/dks

APR 28 1996

11:00AM

11:00AM

No. 0475 P. 5/5

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96 MAY -1 AM 8:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

GEORGE YOUNG, an individual residing
in this state, having a business office identical with the
registered office of the corporation named below, and having
been designated as the Registered Agent in the above and
foregoing Articles of Incorporation of:

LEARN CORPORATION

GEORGE YOUNG is familiar with and accepts the
obligations of the position of Registered Agent under Section
607.0505, Florida Statutes.

By: _____

Typed Name: GEORGE YOUNG