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5/0/96 FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FROM: CORPORATE CREATIONS INTERNATIONAL IN
DEPARTMENT OF STATE 401 OCEAN DR
STATE OF FLORIDA SUITE 312
409 EAST GAINES STREET MIAMI BEACH FL 33139-00006194
TALLAHASSEE, FL 32399 CONTACT: JOHNNY C RODRIQUEZ
FAX: (904) 922-4000 PHONE: (305) 672-0686
FAX: (305) 672-9110

((H96000006581))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: LRM MANAGEMENT INVESTMENT CORP.
FAX AUDIT NUMBER: H96000006581 CURRENT STATUS: REQUESTED
DATE REQUESTED: 05/08/1996 TIME REQUESTED: 17:24:22
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 1
NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX
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96 MAY 10 AM 11:54
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 10, 1996

CORPORATE CREATIONS INTERNATIONAL

MIAMI BEACH, FL

SUBJECT: LRM MANAGEMENT INVESTMENT CORP.
REF: M96000010083

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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Loris Poole
Corporate Specialist

FAX Aud. #: M96000006581
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DIVISION OF CORPORATIONS

Articles of Incorporation
of
LRN Management Investment Corp.

Article I. Name

The name of this Florida corporation is:
LRN Management Investment Corp.

Article II. Address

The mailing address of the Corporation is:
LRN Management Investment Corp.
6421 NW 52 Court
Lauderhill FL 33319

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:
Gladstone Rainford
6421 NW 52 Court
Lauderhill FL 33319

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

EFFECTIVE DATE
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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Gladstone Rainford
Patricia Lynch, Ph.D.
Elma Newman

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective May 8, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on May 8, 1996

Corporate Creations International Inc.

By: 
Luis A. Uriarte Vice President

H96000006581

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:
LRN Management Investment Corp.

REGISTERED AGENT:
Gladstone Rainford
6421 NW 52 Court
Lauderhill FL 33319

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


Gladstone Rainford

Date: 5/9/96

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Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-8829
(305) 672-0808

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FLORIDA DIVISION OF CORPORATIONS
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((H97000014159 2))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C. RODRIGUEZ

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: LHM MANAGEMENT INVESTMENT CORP.

AUDIT NUMBER.....H97000014159

DOC TYPE.....DISSOLUTION

CERT. OF STATUS..0

CERT. COPIES.....0

PAGES..... 2

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TALLAHASSEE, FLORIDA

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Dissolved

9/18/97

DC

H97000014159

ARTICLES OF DISSOLUTION**Article I**

The name of this Florida corporation is LRN Management Investment Corp.

Article II

The Corporation's dissolution was authorized on August 21, 1997.

Article III

The Corporation's dissolution was authorized by its shareholders, and the number of votes cast for dissolution was sufficient for approval. The Corporation shall pay or make reasonable provision to pay all claims and obligations known to the Corporation. After known claims and obligations are paid, any remaining funds shall be distributed to the shareholders of the dissolved Corporation.

Article IV

The dissolution of the Corporation will be effective when these Articles of Dissolution are filed with the Florida Department of State.

The undersigned executed this document on the date shown below.

LRN Management Investment Corp.

By: Gladstone Rainford

Printed Name: Gladstone Rainford

Printed Title: President and Director

Date: 8-27-1997

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TALLAHASSEE, FLORIDA

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-8629
(305) 672-0686

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