



IMPACT SYSTEMS INC.

D96000046147

FILED
26 MAY 24 AM 10:01
TALLAHASSEE, FLORIDA

May 21, 1996

Secretary of State
Division of Corporations
P. O. Box 5588
Tallahassee, Florida 32314-5588

000001838740
-05/24/96--01059--001
***122.50 ***122.50

RE: Filing of Articles of Incorporation

To Whom It May Concern:

I enclose two (2) copies of Articles of Incorporation of Impact Educational Systems, Inc., together with a check in the amount of \$122.50 to cover filing fee and to receive a certified copy.

If you need any further information, please contact me at the number below.

Thank you for your assistance in this matter.

Sincerely,

William D. Kemp, Jr.
Registered Agent

/gw
Enclosures

Impact Systems, Inc.
6320 St. Augustine Rd.
Suite 2
Jacksonville
Florida 32217
Telephone: 904.737.0057
Fax: 904.448.2758

D. BROWN MAY 31 1996

ARTICLES OF INCORPORATION
OF

IMPACT EDUCATIONAL SYSTEMS, INC.

ARTICLE I. NAME

The name of this corporation is Impact Educational Systems, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6320 St. Augustine Road
Suite 2
Jacksonville, Florida 32217

ARTICLE III. PURPOSE

The general nature of the business or businesses to be transacted is to transact any lawful business and to exercise all powers granted to corporations by the State of Florida.

ARTICLE IV. SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is Five Million (5,000,000) shares of voting common stock.

ARTICLE V. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any 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 at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent of this corporation is:

William D. Kemp, Jr.
6320 St. Augustine Road
Suite 2
Jacksonville, Florida 32217

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95 MAY 24 AM 10:01
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ARTICLE VII. INCORPORATION

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

William D. Kemp, Jr.
6320 St. Augustine Road
Suite 2
Jacksonville, Florida 32217

The undersigned incorporator has executed these Articles of Incorporation this 21st day of May, 1996.



William D. Kemp, Jr.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is IMPACT EDUCATIONAL SYSTEMS, INC.
2. The name and address of the registered agent and office is:

William D. Kemp, Jr.
6320 St. Augustine Road
Suite 2
Jacksonville, Florida 32217

Having been named as registered agent and to accept service of process for the above stated corporation as the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


William D. Kemp, Jr.

May 21, 1996

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JUL 2 1996
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