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096000055732



PRENTICE HALL
TELECA & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 006612 81145A

AUTHORIZATION :

Patricia Pigott

COST LIMIT : \$122.50

ORDER DATE : July 1, 1996

ORDER TIME : 12:39 PM

ORDER NO. : 006612

CUSTOMER NO: 81145A

700001880827

CUSTOMER: O. Edgar Williams, Jr., Esq
BERRYHILL WILLIAMS & JORDAN,
PA
P. O. Box 24266

Fort Lauderdale, FL 33307-4266

DOMESTIC FILING

NAME: ASSOCIATES FOR COMPUTER
TRAINING, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS: *ON*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL -1 AM 10:04

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL -1 AM 10:04

ARTICLES OF INCORPORATION
OF
ASSOCIATES FOR COMPUTER TRAINING, INC.

The undersigned, KRISTINE M. BLAKE, does hereby execute and acknowledge the following Articles of Incorporation:

1. The name of the Corporation is ASSOCIATES FOR COMPUTER TRAINING, INC.
2. The general purpose for which the corporation is initially organized is the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607 Florida Statutes.
3. The aggregate number of shares which the corporation shall have the authority to issue is one thousand (1,000) shares of One Dollar (\$1.00) par value common stock.
4. The street address of the corporation's initial principal office is 716 N.W. 22nd Street, Fort Lauderdale, Florida 33311. The name of the initial registered agent at such address is KRISTINE M. BLAKE.
5. The corporation shall have one director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The powers and duties conferred or imposed upon the Board of

Directors by Chapter 607, Florida Statutes, shall be exercised or performed by the stockholders.

6. The name and address of the corporation's sole incorporator is KRISTINE M. BLAKE, President, 716 N.W. 22nd Street, Fort Lauderdale, Florida 33311.

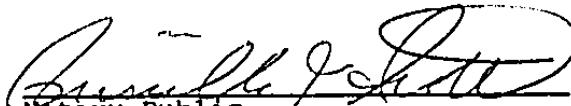
IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 26 day of June, 1996.

Kristine M. Blake
KRISTINE M. BLAKE

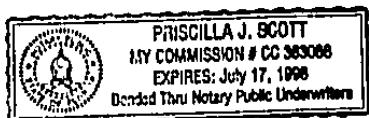
STATE OF FLORIDA)
) ss
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared, KRISTINE M. BLAKE to me personally known and known by me to be the person described in and who subscribed the foregoing Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth and she did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Fort Lauderdale, in said County and State this 26th day of June, 1996.


Notary Public
Print name Priscilla J. Scott

My commission expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL -1 AM 10:04

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA.
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST -- THAT ASSOCIATES FOR COMPUTER TRAINING, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF FORT LAUDERDALE, STATE OF FLORIDA, HAS NAMED KRISTINE M. BLAKE, LOCATED AT 716 N.W. 22nd STREET, CITY OF FORT LAUDERDALE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Kristine M. Blake

KRISTINE M. BLAKE
CORPORATE OFFICER

TITLE PRESIDENT

DATE 6/26/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Kristine M. Blake
KRISTINE M. BLAKE
RESIDENT AGENT

DATE 6/26/96