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August 9, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Sky Institute of Technology, Inc.

Dear Sir or Madam:

Enclosed for filing please find the original and one copy of the Articles of Incorporation for the above corporation, along with a check in the amount \$78.75 for the filing fee and a certificate of status.

Sincerely yours,

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*****78.75 *****78.75

Debrah Mayworth

DEBRAH D. MAYWORTH
Legal Assistant
HAYES & ASSOCIATES, P.A.
21859 State Road 54, Suite 200
Lutz, Florida 33549
(813) 949-6525

/dm
Encls.

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P.S. Please return the filed Articles and Certificate of Status in the enclosed Federal Express envelope, billed to our firm.

ARTICLES OF INCORPORATION

OF

SKY INSTITUTE OF TECHNOLOGY, INC.

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 607, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - CORPORATE NAME

The name of this corporation shall be:

SKY INSTITUTE OF TECHNOLOGY, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are:

P.O. Box 1968
Lutz, Florida 33548

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 500.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are:

Beatriz E. Al-Rai
20007 Holly Lane
Lutz, Florida 33549

ARTICLE V - INCORPORATORS

The name(s) and street address(es) of the incorporator(s) to these articles of incorporation are:

Beatriz E. Al-Rai
20007 Holly Lane
Lutz, Florida 33549

ARTICLE VI - DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one.

The names and addresses of the initial directors of this corporation are as follows:

Beatriz E. Al-Rai - Director/President
20007 Holly Lane
Lutz, Florida 33549

Polidoro Africano - Director/Secretary
20007 Holly Lane
Lutz, Florida 33549

IN WITNESS WHEREOF the incorporator has hereunto set his hand and seal, this 8-2 day of August, 1996.



Beatriz E. Al-Rai

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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:

SKY INSTITUTE OF TECHNOLOGY, INC.

2. The name and address of the registered agent and office is:

Beatriz E. Al-Rai
20007 Holly Lane
Lutz, Florida 33549

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT 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.

SIGNATURE _____

Beatriz E. Al-Rai

TITLE Director/President

DATE 8-2-96