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**ANTONELLO & FEGERS**

Attorneys at Law

Robert J. Antonello

William J. Cea \*

Robert G. Fegers

Also admitted to  
Washington D.C. Bar

First Commerce Bank Building, Suite 300

141 Central Avenue East

Post Office Box 7692

Winter Haven, Florida 33883-7692

Telephone (941) 294-2898

February 24, 1997

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

500002098475--8

-02/26/97-01058-007

\*\*\*122.50 \*\*\*122.50

RE: Articles of Incorporation/Programmed Productivity, Inc.

Dear Sir:

Enclosed please find an original and copy of the Articles of Incorporation and Designation and Acceptance of Registered Agent to be filed with the Secretary of State. Also enclosed is our firm's check in the amount of \$122.50 to cover the filing fee for same.

Thank you for your time and attention regard the above. Should you have any questions, or need additional information, please do not hesitate to contact the office.

Sincerely,

ANTONELLO & FEGERS

*Terri L. Vandiver*  
Terri L. Vandiver,  
Legal Assistant

/tlv  
Encls.

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9 FEB 26 PM 3:45  
TALLAHASSEE, FLORIDA

F. 043088 MAR 4 1997

**ARTICLES OF INCORPORATION**

**OF**

**PROGRAMMED PRODUCTIVITY, INC.**

**ARTICLE I - CORPORATE NAME**

The name of this corporation is PROGRAMMED PRODUCTIVITY, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation are: 2120 N. Lake Eloise Drive, Winter Haven, FL 33884.

**ARTICLE III - CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000. All shareholders shall have preemptive rights. The par value of said stock shall be One (\$1.00) Dollar.

**ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the Initial Registered Agent are Dennis G. Blackburn, 2120 N. Lake Eloise Drive, Winter Haven, FL 33884.

**ARTICLE V - INCORPORATORS**

The names and street addresses of the incorporators of this Articles of Incorporation are:

Dennis G. Blackburn  
2120 N. Lake Eloise Drive  
Winter Haven, FL 33884

**ARTICLE VI- BOARD OF DIRECTORS**

The business of the corporation shall be conducted by a Board of Directors which shall consist of one (1) member as the same shall be provided by the by-laws of the corporation, and the

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following officers, to wit: President, Vice President, Secretary, and Treasurer, and such other officers of the corporation as the Board of Directors may deem desirable. The member of the Board of Directors shall be elected at the Annual Meeting of the Stockholders of the said corporation, and said officers shall be elected by the Board of Directors at a meeting held immediately after the adjournment of the Annual Stockholders Meeting.

#### ARTICLE VII - INITIAL OFFICERS AND DIRECTORS

Initial officers and directors, the names and post office addresses of the officers and directors for this corporation to conduct the business of the corporation until those elected at the first election are as follows:

Director/President/  
Vice President/Secretary/  
Treasurer:

Dennis G. Blackburn  
2120 N. Lake Eloise Dr.  
Winter Haven, FL 33884

#### ARTICLE VIII - SUBSCRIBERS

The names and post office addresses of each subscriber of this Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration thereof are:

<u>Name and Address</u>	<u>Number of Shares</u>	<u>Consideration</u>
Dennis G. Blackburn 2120 N. Lake Eloise Drive Winter Haven, FL 33884	100	\$100.00

#### ARTICLE IX - AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved

at a Stockholders meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE X - DISPOSITION OF STOCK**

If at any time any of the share stockholders desire to sell and dispose of their stock, said stock or stockholders shall first offer in writing to the Board of Directors, stating price and terms, and give the Board of Directors 30 days in which to place it with the stockholders or to purchase same by this corporation. At the expiration of 30 days, if no stockholder has purchased and settled for same, and this corporation has not repurchased same, said stockholder or stockholders shall have the right to sell to whomever will purchase for the same sums and prices for which it was offered to the Board of Directors and this corporation.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation and the Certificate of Incorporation for the use and purposes of aforesaid.

  
DENNIS G. BLACKBURN

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

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


1. The name of the Corporation is : Programmed Productivity, Inc..

2. The name of the Registered Agent is: Dennis G. Blackburn.

3. The address of the Registered Agent/Registered Office is:

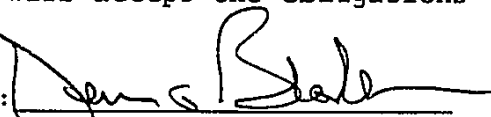
2120 N. Lake Eloise Drive  
Winter Haven, FL 33884

PROGRAMMED PRODUCTIVITY, INC.

BY:   
DENNIS G. BLACKBURN,  
President

ACCEPTANCE

Having been named as Registered Agent and designated to accept service of process for the above Corporation, 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 will accept the obligations of the position of Registered Agent.

BY:   
DENNIS G. BLACKBURN

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3/04/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.  
CONTACT: PAM FRIEDMAN  
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: GULFSTREAM TRAINING ACADEMY, INC.

AUDIT NUMBER.....H97000003726

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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TALLAHASSEE, FLORIDA  
97 MAR -4 PM 3:30  
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nc 3/11/97

197-3726

## ARTICLES OF INCORPORATION

Article 1: Name of Corporation GULFSTREAM TRAINING ACADEMY, INC.  
Address of Corporation 1010 REDBIRD AVENUE  
MIAMI SPRINGS, FLORIDA 33166

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100, with a par value of \$0.10. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED OFFICE:  
and  
REGISTERED AGENT: THOMAS P. COOPER  
1010 REDBIRD AVENUE  
MIAMI SPRINGS, FL 33166

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Thomas Cooper 3/4/97  
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)  
First listed is President. Second is Secretary/Additional Directors.

1. <u>THOMAS P. COOPER</u>	<u>THOMAS L. COOPER</u>
<u>272 HAMMOND DRIVE</u>	<u>1010 REDBIRD AVENUE</u>
<u>MIAMI SPRINGS, FLORIDA 33166</u>	<u>MIAMI SPRINGS, FL 33166</u>

Article 5: The Name and Address of the INCORPORATOR is:

THOMAS P. COOPER  
P.O. BOX 660464  
MIAMI SPRINGS, FLORIDA 33266

In witness whereof I have subscribed my name

Thomas Cooper  
Signature of Incorporator  
THOMAS P. COOPER

197-3726  
Prepared by:

ACE INDUSTRIES, INC.  
64 NW 11th Street  
Miami, FL 33136  
305-358-2571

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