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3/10/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

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FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036  
CONTACT: KYLE L WHITE  
PHONE: (407)843-4600

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NAME: NETWORK STRATEGIES, INC.

AUDIT NUMBER.....H97000004091

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

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 11, 1997

LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A.

SUBJECT: NETWORK STRATEGIES, INC.  
REF: W97000005640

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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NAME CONFLICTS WITH NETWORK STRATEGIES INC. FILED ON 2/10/97 IN FORT MYERS.

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
UNIVERSITY OF ORLANDO GRADUATE SCHOOL, INC.

ARTICLE I - NAME

The name of this corporation is UNIVERSITY OF ORLANDO GRADUATE SCHOOL, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 1819 North Semoran Boulevard, Orlando, Florida 32807.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue TEN THOUSAND (10,000) shares of ONE CENT (\$0.01) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1819 North Semoran Boulevard, Orlando, Florida 32807, and the name of the initial registered agent of this corporation at that address is Neil R. Euliano.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The name and address of the initial director are as follows:

Neil R. Euliano

1819 North Semoran Boulevard  
Orlando, Florida 32807

This document was prepared by:

MICHAEL RYAN, ESQUIRE

(Rev. 04/01/97 - 13:25 pm)

Florida Bar Number: 220965  
Lowndes, Dorsick, Dostler, Kantor & Reed, P.A.  
P. O. Box 2809  
Orlando, Florida 32802-2809  
(407) 843-4600

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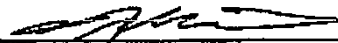
ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

Neil R. Euliano

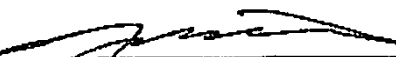
1819 North Semoran Boulevard  
Orlando, Florida 32807

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2<sup>nd</sup> day of April, 1997.

  
Neil R. Euliano, Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of UNIVERSITY OF ORLANDO GRADUATE SCHOOL, INC.

  
Neil R. Euliano

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