

**SCHNEIDER  
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Attorneys at Law

Harvey R. Schneider  
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61- Telephone: 561-241-5551  
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June 30, 1997

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

400002227954-7  
-07201756-01076-0167  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Computer Tutor, Inc.

To Whom It May Concern,

Enclosed please find the Articles of Incorporation for the above referenced corporation together with our check in the amount of \$70.00 representing the required filing and registered agent fees. We are enclosing a completed Federal Express return envelope for you to use in returning to us the Department's letter indicating the document number and filing date along with a copy of the Articles marked "Filed" noting the date and time.

Please give me a call should you have any questions regarding the enclosures or these instructions. Thank you for your assistance in this matter.

Very Truly Yours,  
SCHNEIDER & HEFFNER



By: Harvey Schneider  
Harvey Schneider, Esq.

cc: John Barden VIA FAX

FILED  
97 JUL 21 PM 2:51  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

3 789,502,671  
W97-15520

T.A.M. 7/21/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

July 3, 1997

HARVEY SCHNEIDER, ESQ.  
1900 CORPORATE BLVD., N.W.  
SUITE 301 - WEST BUILDING  
BOCA RATON, FL 33431

SUBJECT: COMPUTER TUTOR, INC.  
Ref. Number: W97000015520

We have received your document for COMPUTER TUTOR, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 097A00034914

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ARTICLES OF INCORPORATION

JUL 21 PM 2:50

ARTICLE I

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

The name of this corporation is COMPUTER GURU, INC.

ARTICLE II

The principal office and mailing address of the corporation is 2424 North Federal Highway, Suite 259, Boca Raton, Florida 33434.

ARTICLE III

The authorized stock shall consist of 1000 shares of common voting stock of \$1.00 par value for each share. The consideration for shares shall be as established from time to time by the Board of Directors. Upon a dissolution, the shareholders shall be entitled to the net assets of the corporation as provided by law.

ARTICLE IV

The name of the initial registered agent of the corporation is Harvey R. Schneider, Esq. and the street address of the initial registered office of the corporation is 1900 Corporate Boulevard, Suite 301-West, Boca Raton, Florida 33431.

ARTICLE V

The names and address of the Incorporator is Harvey R. Schneider, Esq., 1900 Corporate Boulevard, Suite 301-West, Boca Raton, Florida 33431.

ARTICLE VI

The power to adopt the initial by-laws shall be vested in the initial Board of Directors.

ARTICLE VII

The purpose or purposes for which this corporation is organized shall be to transact any lawful business. The corporation shall be entitled to exercise all of the powers provided by law.

ARTICLE VIII


The corporation shall have perpetual existence unless dissolved pursuant to law.

ARTICLE IX

Pre-emptive rights of shareholders may either be provided for in the by-laws or by resolution of the Board of Directors.

Dated this 15th day of July, 1997.

INCORPORATOR:



HARVEY R. SCHNEIDER

ACCEPTANCE BY REGISTERED AGENT:

The undersigned states that he is familiar with and does hereby accept and agree to abide by all of the obligations of acting and performing as Registered Agent for the corporation as required by law.

Dated this 15th day of July, 1997

REGISTERED AGENT:



HARVEY R. SCHNEIDER

PREPARED BY:

HARVEY R. SCHNEIDER, ESQ.

Florida Bar No.: 240508

SCHNEIDER & HEFFNER

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