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TRANSMITTAL LETTER

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: teacherzone.com incorporated

I enclose an original and 1 copy of the Articles of Incorporation for the above corporation and a check in the amount of \$122.50.

SIGNED:

Carl E. Carlson

From:

Carl E. Carlson
Name

4010 Confederate Point Road
Jacksonville, FL 32210
904-772-1074

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8/4/97

ARTICLES OF INCORPORATION

OF

teacherzone.com incorporated

**ARTICLE I
NAME**

The name of the corporation shall be:

teacherzone.com incorporated.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

4010 Confederate Point Road
Jacksonville, Florida 32210

**ARTICLE III
CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 5,000.

**ARTICLE IV
INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

Richard Waller
864 White Eagle Circle
St. Augustine, FL 32086

**ARTICLE V
INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

Carl E. Carlson
4010 Confederate Point Road,
Jacksonville, FL 32210

The undersigned has executed these Articles of Incorporation this 31st day of July 1987

Carl E. Carlson
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

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REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

teacherzone.com incorporated

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

Richard Waler, Jr.
864 White Eagle Circle
St. Augustine, FL 32086

Signature: Richard L. Waler, Jr.

Title: PRESIDENT

Date: July 28, 1997

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: Richard L. Waler, Jr.

Date: July 28, 1997