

Law Offices

HOLLAND & KNIGHT

A Registered Limited Liability Partnership

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St. Petersburg, Florida 33701

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September 22, 1997

Atlanta	Orlando
Boca Raton	San Francisco
Fort Lauderdale	St. Petersburg
Jacksonville	Tallahassee
Lakeland	Tampa
Miami	Washington, D.C.
New York	West Palm Beach

R. DONALD MASTRY
813-824-6140

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

EFFECTIVE 9/22/97

400002301284--8
-09/23/97--01081--013
****122.50 ****122.50

Re: ROADMASTER DRIVERS SCHOOL OF JACKSONVILLE,
INC.

Gentlemen:

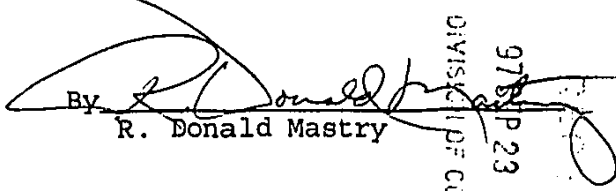
Enclosed herein is original and one photocopy of Articles of Incorporation for ROADMASTER DRIVERS SCHOOL OF JACKSONVILLE, INC. In addition I have enclosed our firm's check in the amount of \$122.50 for filing fee, certified copy and registered agent designation fees.

Please return a certified copy of the Articles of Incorporation to the undersigned.

In the event of any questions or comments concerning the enclosed, please do not hesitate to contact me.

Very truly yours,

HOLLAND & KNIGHT

By 
R. Donald Mastry

DIVISION OF CORPORATION
97 SEP 23 PM 12:39

HOLLAND & KNIGHT
WALK IN
PICK UP AT 3:00

RDM/dd
Enclosures
STP-173486

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
97 SEP 23 PM 3:09

FILED

K. Rolfo

SEP 23 1997

EFFECTIVE DATE

9.22.97

ARTICLES OF INCORPORATION

OF

ROADMASTER DRIVERS SCHOOL OF JACKSONVILLE, INC.

FILED
97 SEP 23 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is ROADMASTER DRIVERS SCHOOL OF JACKSONVILLE, INC.

ARTICLE II - DURATION

The corporation's existence shall commence on September 22, 1997 and it shall have perpetual existence thereafter.

ARTICLE III - PURPOSES

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - PRINCIPAL OFFICE OR MAILING ADDRESS

The address of the initial principal office and the mailing address of this corporation is 5411 West Tyson Avenue, Tampa, Florida 33611.

ARTICLE V - SHARES

The number of shares this corporation is authorized to issue shall be 10,000 shares with a par value of \$0.01 per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at that office are John E. Kearney, Sr., 5411 West Tyson Avenue, Tampa, Florida 33611.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation are CAREER PATH TRAINING CORP., 5411 West Tyson Avenue, Tampa, Florida 33611.

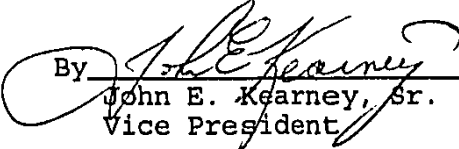
ARTICLE VIII - BOARD OF DIRECTORS

The business affairs of this Corporation shall be managed by a Board of Directors consisting of not less than 1 member, as established by the By-Laws.

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned has executed these Articles of Incorporation this 22nd day of September, 1997.

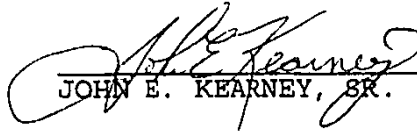
CAREER PATH TRAINING CORP.

By


John E. Kearney, Sr.
Vice President

ACCEPTANCE OF REGISTERED AGENT

Having been appointed as the initial registered agent for ROADMASTER DRIVERS SCHOOL OF JACKSONVILLE, INC., as stated in the foregoing Articles of Incorporation, JOHN E. KEARNEY, SR. hereby accepts such appointment as registered agent. Such registered agent is familiar with and accepts the obligations of the position as registered agent.


JOHN E. KEARNEY, SR.

Date: September 22, 1997

STP-173482

FILED
97 SEP 23 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA