

LAW OFFICES OF DALE L. BERNSTEIN
ATTORNEYS AT LAW

DALE L. BERNSTEIN
MICHELLE L. PROCTOR

PLEASE REPLY TO MAIN OFFICE:

7637 STATE ROAD 52
BAYONET POINT, FLORIDA 34667

BRANCH OFFICE:

5308 SPRING HILL DRIVE
SPRING HILL, FL 34606
(352) 688-5297

EDWARD BONCEK*

OF COUNSEL

* ALSO ADMITTED IN NEW YORK

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November 12, 1997

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

RE: Computer Learning Center of Florida, Inc.

Gentleman:

Enclosed herewith please find the original and one (1) copy of the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office with regard to the above-captioned matter. Please file the same and return a file-stamped copy to the undersigned. We are enclosing a check in the amount of \$122.50 for filing fees.

Should you have any questions, please do not hesitate to contact me.

Very Truly Yours,

DALE L. BERNSTEIN, ESQ.

FILED
97 NOV 17 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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encl:

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ARTICLE I NAME

The name of this Corporation shall be:
COMPUTER LEARNING CENTER OF FLORIDA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

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

**COMPUTER LEARNING CENTER OF FLORIDA, INC.
7152 Congress Street
New Port Richey, Florida 34653**

ARTICLE III CAPITAL STOCK

The number of shares that this corporation is authorized to have outstanding at any one time is:

One Hundred (100) Shares

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

**PETER NESCI
7152 Congress Street
New Port Richey, Florida 34653**

ARTICLE V INCORPORATOR

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

**PETER NESCI
7152 Congress Street
New Port Richey, Florida 34653**

The undersigned has executed these Articles of Incorporation this
11 day of NOVEMBER, 1997.


PETER NESCI/Incorporator

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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:

COMPUTER LEARNING CENTER OF FLORIDA, INC.

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

PETER NESCI
7152 Congress Street
New Port Richey, Florida 34653


PETER NESCI

11 / 11 / 97
(date)

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.


PETER NESCI

11 / 11 / 97
(date)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA