

P98000034263

Michael L. Palombi
719 East Harwood Street
Orlando, FL 32803
(407) 423-9926

April 4, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32341

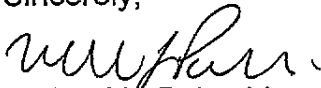
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****122.00 ****122.00

Re: ProBuilder Seminars, Inc.

Dear Sir/Madam:

Please find enclosed the original Articles of Incorporation for the above referenced corporation and a check in the amount of One Hundred Twenty Two dollars (\$122.00).

Sincerely,



Michael L. Palombi

FILED
98 APR 13 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA-4/15/98

**ARTICLES of INCORPORATION
of
PROBUILDER SEMINARS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE: NAME

The name of the corporation shall be: ProBuilder Seminars, Inc.

ARTICLE TWO: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
719 East Harwood Street, Orlando, Florida 32803.

ARTICLE THREE: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have
outstanding at any one time is: Two Thousand (2,000) shares.

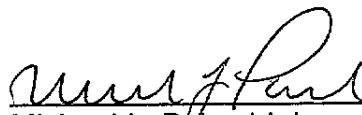
ARTICLE FOUR: INITIAL REGISTERED AGENT and ADDRESS

The name and address of the initial registered agent is: Michael L. Palombi 719
East Harwood Street, Orlando, Florida 32803.

ARTICLE FIVE: INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is:
Michael Palombi 719 East Harwood Street, Orlando, Florida 32803.

The undersigned has executed these Articles of Incorporation this 4th day of
April, 1998.



Michael L. Palombi, Incorporator

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 and registered agent in the state of Florida.

1. The name of the corporation is: ProBuilder Seminars, Inc.
2. The name and address of the registered agent and office is: Michael L. Palombi
719 East Harwood Street, Orlando, Florida 32803.

Signature: _____

Michael L. Palombi, Incorporator

98 APR 13 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT THE SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE 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 ON MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: _____

Michael Palombi, Reg. Agent

(date)