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June 15, 1998

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL -1 PM 3:30

FILED

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

000002562930--4
-06/17/98-01084-007
***122.50 ***122.50

Re: Articles of Incorporation for Prism, Incorporated
Positive Relationships Instill Successful Management, INC.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation for Prism, Incorporated and a check in the amount of One Hundred Twenty-two Dollars and Fifty Cents (\$122.50) for the filing fee and a certified copy of the Articles of Incorporation.

If you need any additional information, please do not hesitate to contact me. Thank you for your assistance.

Very truly yours,


Janice L. Merrill

JLM

Enclosures

T. SMITH JUL 01 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 19, 1998

JANICE L. MERRILL
P.O. BOX 2248
ORLANDO, FL 32802-2248

SUBJECT: PRISM, INCORPORATED
Ref. Number: W98000014106

We have received your document for PRISM, INCORPORATED and your check(s) totaling \$122.50. 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 administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 998A00033983

**ARTICLES OF INCORPORATION
OF
POSITIVE RELATIONSHIPS INSTILL SUCCESSFUL MANAGEMENT, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I--NAME

The name of the corporation shall be Positive Relationships Instill Successful Management, Inc.

ARTICLE II--PRINCIPAL OFFICE

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

3300 University Boulevard
University Place, Suite 251
Winter Park, Florida 32792

ARTICLE III--SHARES

The number of shares that the corporation is authorized to have outstanding at any one time is One Hundred Thousand (100,000).

ARTICLE IV--INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent are:

CT Corporation System
1200 S. Pine Island Road
Plantation, Florida 33324

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ARTICLE V--INCORPORATOR


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

Janice L. Merrill
Perry & Hicks, P.A.
219 Lime Avenue
Orlando, Florida 32805

The undersigned incorporator has executed these Articles of Incorporation this 29th of June, 1998.


Incorporator
Janice L. Merrill

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 any position as registered agent.


Signature

PETER F. SOUZA
ASSISTANT SECRETARY

6/30/98
Date

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA