

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
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P980000063265

Educational Wave
Technologies, Inc.

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-07/17/98--01071--007
*****70.00 *****70.00

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

☒ Art of Inc. File

☐ LTD Partnership File

☐ Foreign Corp. File

☐ L.C. File

☐ Fictitious Name File

☐ Trade/Service Mark

☐ Merger File

☐ Art. of Amend. File

☐ RA Resignation

☐ Dissolution / Withdrawal

☐ Annual Report / Reinstatement

☐ Cert. Copy

☒ Photo Copy

☐ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

☐ Vehicle Search

☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

☐ Courier

FILED

98 JUL 17 PM 2:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

98 JUL 17 PM 1:47

DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
EDUCATIONAL WAVE TECHNOLOGIES, INC.**

FILED
98 JUL 17 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being a natural person of the age of more than twenty-one years, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The name of the corporation ("Corporation") shall be Educational Wave Technologies, Inc.

The principal place of business of this corporation shall be 2337 Osprey Lake Drive, Jacksonville, Duval County, Florida 32224.

SECOND: The duration of the corporation shall be perpetual.

THIRD: The purposes for which the Corporation is organized, which shall continue to be the purposes of the Corporation until and if the same be amended pursuant to the provisions of the Florida Business Corporation Act, and which shall include the authority of the Corporation to transact any lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, are as follows:

- A. To have all of the powers conferred upon corporations organized under the Florida Business Corporation Act.

FOURTH: The aggregate number of shares which the Corporation shall have the authority to issue is One Thousand (1,000), all of which are of a par value of One dollar (\$1.00) and each of which are to be common shares of the same class.

Each share of stock, regardless of class, shall share equally in the distribution of assets of the Corporation with no preference other than as to the election of directors residing in any class of stock.

FIFTH: The address of the initial registered office of the Corporation in the State of Florida is 2337 Osprey Lake Drive, Jacksonville, County of Duval, Florida 32224; and the name of the initial registered agent of the Corporation at such address is Christopher R. Seymour.

SIXTH: The manner in which the directors of the Corporation shall be elected shall be contained in the Bylaws of the Corporation.

The name and address of the initial members of the Board of Directors are:

Christopher R. Seymour 2337 Osprey Lake Drive
Jacksonville, FL 32224


Thomas Sullivan 2337 Osprey Lake Drive
Jacksonville, FL 32224

EIGHTH: The name and address of the incorporator are as follows:

Christopher L. Nuland
1000 Riverside Avenue, Suite 200
Jacksonville, FL 32204

NINTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have the power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of disinterested directors, or otherwise, both as to such person's action in such person's official capacity while holding such office, and shall continue as to a person who has ceased to be an officer or director, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Signed on July 16, 1998.



Christopher L. Nuland, Incorporator

STATE OF FLORIDA)

) SS.:

COUNTY OF DUVAL)

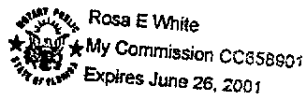
On this 16th day of July, 1998 before me, a Notary Public in and for the State and County aforesaid, personally appeared Christopher L. Nuland, who is to me known to be the person named as the incorporator in the foregoing Articles of Incorporation of Educational Wave Technologies, Inc., and who duly acknowledged to me that he signed said Articles of Incorporation as the incorporator of said Corporation.

Witness my hand and seal of office on the day and year aforesaid.

Rosa E. White /

Notary Public

(SEAL)



ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned hereby accepts its appointment as the registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.



Christopher R. Seymour

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TALLAHASSEE, FLORIDA