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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

FOCUS LEARNING SYSTEMS, 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 is Focus Learning Systems, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 4500 Broad Haven Lane, Tallahassee, Florida 32308.

ARTICLE III. SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand common shares.

ARTICLE IV. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is Richard D. Stanley, 4500 Broad Haven Lane, Tallahassee, Florida 32308.

ARTICLE V. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Richard D. Stanley, 4500 Broad Haven Lane, Tallahassee, Florida 32308.

Signature of Incorporator

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.

Signature of Registered Agent

7-19-1998

Date