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ALBERT C. WILLIAMS, Jr.

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21 July, 1998

Division of Corporations
New Filings Section
P.O. Box 6327
Tallahassee, FL 32314

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-07/23/98--01083--007
*****70.00 *****70.00

RE: AUTO EDUCATORS, INC.

Dear Reader:

Please file the enclosed articles and return letter of
confirmation to the address above.

My check in the amount of \$70.00 is enclosed.

Sincerely,



Albert C. Williams, Jr.
ACW Jr/cw

encl: as stated

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF

AUTO EDUCATORS, INC.

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DIVISION OF CORPORATIONS
JUL 23 AM 8:14 '68

The undersigned incorporator hereby forms a corporation under Chapter 607 of the statutes of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be:

AUTO EDUCATORS, INC.

The address of the principal office of this corporation shall be 510 Jeanal Pl., Tampa, FL 33612 and the mailing address of the corporation shall P.O. Box 17986, Tampa, FL 33682-7986.

ARTICLE II NATURE OF BUSINESS

This corporation may engage or transact in any or all lawfull activities or business permitted under the laws of the United States of America, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of common stock that this corporation is initially authorized to have outstanding at any one time is one thousand (1,000) shares at a par value of ten cents (\$.10) U.S.

ARTICLE IV REGISTERED AGENT

The Registered Agent for this corporation shall be Susan E. Alsum and the street address of the Registered

Office of this corporation shall be 510 Jeanal Pl., Tampa,
FL 33612.

ARTICLE V TERM OF EXISTANCE

This corporation is to exist perpetually.

ARTICLE VI DIRECTORS

This corporation shall initially have no directors.

All duties associated with directors shall be performed by
shareholders.

ARTICLE VII SHAREHOLDERS

The initial shareholders of this corporation shall be
as follows: to be subscribed at organizational meeting.
Any number of shares of stock may remain in the treasury of
the corporation as authorized unissued up to a maximum of
nine hundred ninety nine (999).

ARTICLE VIII OFFICERS

The names and addresses of the initial officers of this
corporation who shall hold office for the first year of the
corporation, or until their successors are elected or
appointed, are:

Mark A. Alsum Pres./Secy 510 Jeanal Pl.
Tampa, FL 33612

Susan E. Alsum V.P. /Treas 510 Jeanal Pl.
Tampa, FL 33612

ARTICLE IX PRE-EMPTIVE RIGHTS

This corporation elects to have pre-emptive rights.

ARTICLE X SPECIAL PROVISION

It is the intent of the incorporator that this corporation will qualify under the provisions of Section 1244 of the Internal Revenue Code.

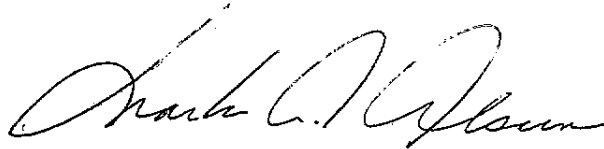
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ARTICLE XI INCORPORATOR

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

Mark A. Alsum 510 Jeanal Pl.
Tampa, FL 33612

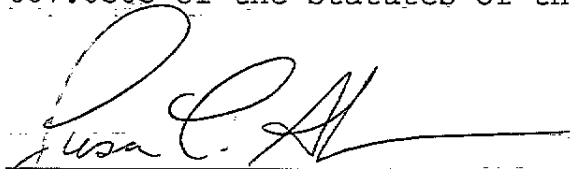
IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 17th day of July, 1998.



Mark A. Alsum
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Susan E. Alsum, having a business office identical with the registered office of the incorporator and registered agent identified above, and having been designated as the Registered Agent in the foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505 of the Statutes of the State of Florida.



Susan E. Alsum, Registered Agent