

E. MITCHELL WHALEY
ATTORNEY AND COUNSELOR AT LAW

AREA CODE 813
TELEPHONE 939-4010

12734 KENWOOD LANE, S.W.
SUITE 14
FORT MYERS, FLORIDA 33907-4890

P98000085868
October 1, 1998

Corporations Division
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

400002655114--9
-10/05/98--01034--020
*****70.00 *****70.00

Re: Incorporation of Millenium University, Inc.

Enclosed please find Articles of Incorporation and check in the amount of \$70.00 to cover the filing fee and fee for designation of registered agent.

Please forward approval letter to this office.

Sincerely,

E. Mitchell Whaley
E. Mitchell Whaley

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -5 AM 9:44

F. CHESSEN OCT 7 1998

ARTICLES OF INCORPORATION
OF
MILLENIUM UNIVERSITY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -5 AM 9:44

ARTICLE I. NAME

The name of this corporation is MILLENIUM UNIVERSITY, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence, commencing with the filing of these Articles.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of operating as an institution of higher learning and also for the transaction of any and all other lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of common stock having no par value.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 850 Hofstra Drive, Fort Myers, Florida 33919, and the name of the initial registered agent of this corporation at that address is Eugene A. Craig.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one director, initially. The number of directors may be increased or decreased from time to time, as the By-Laws may permit. The name and address of the initial director of the corporation is:

EUGENE A. CRAIG
850 Hofstra Drive
Ft. Myers, FL 33919

ARTICLE VII. PRINCIPAL OFFICE

The principal office of the corporation shall be located at 850 Hofstra Drive, Ft. Myers, Florida 33919.

ARTICLE VIII. INCORPORATORS AND SUBSCRIBERS

The names and addresses of the persons signing these Articles and the number of shares of stock which each agrees to take are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Eugene A. Craig	850 Hofstra Drive Ft. Myers, FL 33919	One Hundred (100)

ARTICLE IX. AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 29th day of September, 1998.


EUGENE A. CRAIG

ACCEPTANCE BY REGISTERED AGENT

The undersigned does hereby accept the foregoing appointment as Registered Agent for Millenium University, Inc. and does hereby state that the undersigned is a resident of the State of Florida and that the business office of the undersigned is 850 Hofstra Drive, Ft. Myers, Florida 33919.

Dated this 29th day of September, 1998.

Eugene A. Craig
EUGENE A. CRAIG

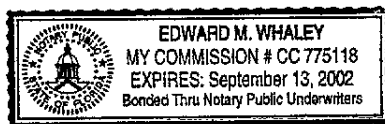
STATE OF FLORIDA
COUNTY OF LEE

Before me, the undersigned officer, this day personally appeared EUGENE A. CRAIG, who is personally known or produced identification, and who acknowledged before me that he executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the State and County aforesaid, on this 29th day of September, 1998.

Edward M. Whaley
Notary Public

My commission expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 OCT -5 AM 9:44