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To:
Division of Corporations
Fax Number : (850)487-6013

EFFECTIVE DATE
11-4-98

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

FLORIDA PROFIT CORPORATION OR P.A.

~~EDU.COM, Inc.~~
EDU.COM, Inc.

Certificate of Status	1
Certified Copy	0
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida corporation is:
EDU.COM, Inc.

EFFECTIVE DATE
11-4-98

Article II. Address

The mailing address of the Corporation is:
EDU.COM, Inc.
16434 S.W. 67th Avenue
Ft. Lauderdale FL 33321

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Allen H. Libow
301 Yamato Road, Suite 4199
Boca Raton FL 33431

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Gary S. Walters
Kristen Gray

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Allen H. Libow | FL Bar Member 899135
Graner, Root & Libow, P.A.
301 Yamato Road, Suite 4199
Boca Raton FL 33431
561-998-3232

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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value zero per share.

Article VI. Incorporator

The name and address of the incorporator is:

Allen H. Libow
Graner, Root & Libow, P.A.
301 Yamato Road, Suite 4199
Boca Raton FL 33431

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on November 4, 1998.

The undersigned incorporator executed these Articles of Incorporation on November 5, 1998.



ALLEN H. LIBOW
by G.K. Kuroda as attorney-in-fact

Allen H. Libow | FL Bar Member 899135
Graner, Root & Libow, P.A.
301 Yamato Road, Suite 4199
Boca Raton FL 33431
561-998-3232

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION:
EDU.COM, Inc.

REGISTERED AGENT/OFFICE:
Allen H. Libow
301 Yamato Road, Suite 4199
Boca Raton FL 33431

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


ALLEN H. LIBOW
by G.K. Kuroda as attorney-in-fact

Date: November 5, 1998.

Allen H. Libow | FL Bar Member 899135
Graner, Root & Libow, P.A.
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