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Fax Number : (850) 922-4001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

EDUCATIONAL SALES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF
EDUCATIONAL SALES, INC.

PREAMBLE

COMES NOW the undersigned Registered Agent/Incorporator, and hereby adopts these Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is EDUCATIONAL SALES, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is:

1000 West McNab Road
Suite 161
Pompano Beach, Florida, 33069.

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ARTICLE III. PURPOSE

The purpose of this Corporation is to engage in any lawful activity, and generally for the purpose of generating profits for its shareholders.

ARTICLE IV. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence starting January 4, 1999.

ARTICLE V. CAPITAL STOCK

The initial capital stock of this corporation shall be 1000 shares of common stock without par value. The corporation may issue more stock as provided in the by-laws.

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(This instrument prepared by
(James A. Barrios, Esquire
(FBN 0115169
((941) 700-0550
(6700 So. Florida Ave., Suite 9
(LAKELAND, FL 32818

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ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is:

6700 South Florida Avenue
Suite 9
Lakeland, Florida 33813

The name of the initial registered agent at that address is:

James A. Barrios, L.L.C.-P.A.

ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one (1) member. The name and address of the member of the first board of directors are:

Name	Address
Jason E. Treisman	1000 West McNab Road Suite 161 Pompano Beach, Florida, 33069

ARTICLE VIII. SUBSCRIBER

The name and address of the person signing these articles of incorporation as subscriber are:

Name	Address
James A. Barrios, L.L.C.-P.A. (As Registered Agent)	6700 South Florida Avenue, Suite 9 Lakeland, Florida 33813

ARTICLE IX. AMENDMENT


The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on January 8, 1999.

JAMES A. BARRIOS, L.L.C.-P.A.,
Registered Agent.


James A. Barrios, Esquire

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED FLORIDA PROFESSIONAL SERVICE CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: EDUCATIONAL SALES, INC.
- 2. The name and address of the registered agent and office is:

JAMES A. BARRIOS, I.L.C.-P.A.
 6700 South Florida Avenue
 Suite 9
 Lakeland, Florida 33813

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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.

JAMES A. BARRIOS, I.L.C.-P.A.

James A. Barrios

 James A. Barrios, Esquire
 January 8, 1999

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