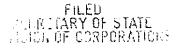
# P90000005264 CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Personal Tutor Learning Systems, Inc.	8000027456583 -01/19/9901042009 *****70.00 ******70.00
PECEIVED 99 JAN 19 AM 10: 01 DIVISION OF CORPORATION	Art of Inc. File  LTD Partnership File  Foreign Corp. File  L.C. File  Fictitious Name File  Trade/Service Mark  Merger File  Art. of Amend. File  RA Resignation  Dissolution / Withdrawal  Annual Report / Reinstatement  Cert. Copy  Photo Copy  Certificate of Good Standing
Requested by: Mu 1-19 853  Name Date Time	Certificate of Status  Certificate of Fictitious Name  Corp Record Search  Officer Search  Fictitious Search  Fictitious Owner Search  Vehicle Search  Driving Record  UCC 1 or 3 File  UCC 11 Search  UCC 11 Retrieval
Walk-In Will Pick Up	— Courier Sp. 5. 1999



# ARTICLES OF INCORPORATION OF

PERSONAL TUTOR LEARNING SYSTEMS, INC. 99 JAN 19 PM 2:46

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

#### ARTICLE 1

#### NAME

The name of the corporation shall be PERSONAL TUTOR LEARNING SYSTEMS, INC.

The address of the principal office of this corporation shall be:

11379 West Palmetto Park Road Boca Raton, Florida 33428

#### ARTICLE 11

#### NATURE OF BUSINESS

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

#### ARTICLE III

# CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 25,000,000 shares of common stock, \$.001 par value per share.

#### ARTICLE IV

#### INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

# PATRICK BRONDER 11379 West Palmetto Park Road Boca Raton, Florida 33428

#### ARTICLE V

#### REGISTERED AGENT

The name and street address of the initial registered agent of the corporation shall be:

Jeffrey G. Klein

23123 STATE ROAD SEVEN

Suite 350-B

BOCA RATON, FLORIDA 33428

#### ARTICLE VI

### TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VII

#### INCORPORATOR

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

JEFFREY G. KLEIN, ESQUIRE SUITE 350-B 23123 STATE ROAD SEVEN BOCA RATON, FLORIDA 33428

ARTICLE VIII

ELECTIONS

The Corporation expressly elects not to be governed by the provisions of Section 607.0901 and 607.0902 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, I have made and subscribed these
Articles of Incorporation this 2 day of

JEFFREY G. KLEIN, INCORPORATOR

# ACCEPTANCE OF REGISTERED AGENT DESIGNATED

JEFFREY G. KLEIN, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above Articles of Incorporation and is familiar with and accepts the obligation of the position of Registered agent under Section 607.0505 Florida Statutes.

JEFFREY G. KLEIN, REGISTERED AGEN