

Division of Corporations

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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

The Center for Online Learning, Inc.

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**ARTICLES OF INCORPORATION
OF
THE CENTER FOR ONLINE LEARNING, INC.**

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation is:

The Center for Online Learning, Inc.

ARTICLE II

Duration

This corporation shall have perpetual existence, commencing upon filing of the Articles of Incorporation.

ARTICLE III

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation is 610 West DeLeon Street, Tampa, Florida, 33606.

ARTICLE IV

Capital Stock

This corporation is authorized to issue ten thousand (10,000) shares of common stock, each with a par value of one cent (\$.01).

ARTICLE V

Preemptive Rights

This corporation elects to have preemptive rights.

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Leslie Wager Hudock, Esq.
Florida Bar Number 650706
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Tampa, Florida 33606
(813) 253-2020

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ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 610 West DeLeon Street, Tampa, Florida, 33606, and the name of the initial registered agent of this corporation at that address is Steven A. Marx.

ARTICLE VII

Incorporator

The name and address of the incorporator is:

NAME

ADDRESS

Steven A. Marx

610 West DeLeon Street
Tampa, Florida 33606

ARTICLE VIII

Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE IX

Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time in the manner provided in the bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

NAME

ADDRESS

Steven A. Marx

610 West DeLeon Street
Tampa, Florida 33606

James B. Hopes

610 West DeLeon Street
Tampa, Florida 33606


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ARTICLE X

Amendment

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19th day of April, 1999, and the undersigned registered agent acknowledges that he is familiar with, and accepts, the obligations of registered agent of this corporation.



Steven A. Marx
Incorporator and Registered Agent

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