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W.P. Verifier

ARTICLES OF INCORPORATION

OF

CAREER NETWORK COMPANIES, INC.

The undersigned hereby subscribes to these Articles of Incorporation for the purpose of becoming a corporation under the laws of the state of Florida, by and under the provisions of the statutes of the state of Florida, providing for the formation and liabilities, rights, privileges, powers and immunities of a corporation for profit, and I hereby certify:

ARTICLE I

The name of this corporation is CAREER NETWORK COMPANIES, INC.

ARTICLE II

This corporation is organized for the purpose of occupation-career fairs, and any and all other kinds of related incidental activities thereto, without limitation, and for the purpose of transacting any and all business and engaging in any activity permitted under the laws of the United States and of the state of Florida.

ARTICLE III

This corporation is authorized to issue seven thousand, five hundred (7,500) shares of one dollar (\$1.00) par value common stock which shall be determined "common shares" with equal voting rights.

ARTICLE IV

Except as otherwise provided by law, the entire voting power for the election of directors and all other purposes shall be vested exclusively in the holders of the outstanding common stock.

ARTICLE V

The street address of the initial registered office of the corporation is 6515 A Chasewood Drive North, Jupiter, Florida 33458, and the initial registered agent of the corporation at that address is JAMES M. CABLES, Jr.

ARTICLE VI

The principal place of business for the corporation is 6515 A Chasewood Drive North, Jupiter, Florida 33458.

ARTICLE VII

This corporation shall have one (1) director initially, and there shall never be less than one (1) director. The initial director is JAMES M. CABLES, Jr. of 6515 A Chasewood Drive North, Jupiter, Florida 33458.

ARTICLE VIII

The name and address of the person signing these Articles of Incorporation is JAMES M. CABLES, Jr. of 6515 A Chasewood Drive North, Jupiter, Florida 33458.

ARTICLE IX

The shares of capital common stock of this corporation to be issued initially are as follows:

JAMES M. CABLES, Jr. - 50 shares =

ARTICLE X

The officers of this corporation shall be JAMES M. CABLES, Jr. as President, Vice-president, Secretary, Treasurer; Director and Registered Agent.

ARTICLE XI

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

ARTICLE XII

This corporation reserves the right to amend or repeal any provision contained in these Articles, or any amendment hereto; any right conferred upon any shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this 27 pay of April, 1999.

JAMES M. CABLES, Jr.

State of Florida County of Palm Beach

ss:

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared JAMES M. CABLES, Jr., personally known to me, who acknowledged that he is the person who executed the foregoing Articles of Incorporation.

NOTARY PUBLIC

William F. Barnea, III
Notary Public, State of Florida
Commission No. CC 546269
Or p. My Commission Expires 04/22/00

1-860-3-NOTARY - Fla Noter, Service & Bonding Co. S

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN PURSUANCE OF Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

Fir	stThat	CAREER N	ETWORK CO	MPANIES,	INC	. .	· · · · · · · · · · · · · · · · · · ·	
desiring to	o organize	under the	e laws of	E the Sta	te of	FLORID	A,	-
with its p	rincipal of	fice, as	indicate	ed in the	Artic	les of Ir	ncorpora	tion
at City of	JUPITER			, Count	y of_	PALM BEA	СН	,
State of	FLORIDA		has name	edJAMES	M. CA	BLES, Jr.	· ." ·	
located at	6515 A C	nasewood I	Drive Nor	th,				<u> </u>
City of _	JUPITER			County	of	PALM BEAC	Н	,
State of _	FLORIDA		as its a	agent to	accept	secvice	of proc	ess
within thi	s State.							

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Resident Agent)

JAMES M. CABLES,

DATED: April 27, 1999