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ARTICLES OF INCORPORATION

OF

Corporate Educational Resources, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FIRST: The name of the corporation is: Corporate Educational Resources, Inc.

SECOND: The street address of the initial principal office, and, if different, the mailing address of the corporation is: 2800 North Gulfshore Blvd., #104, Naples, Florida 33940

THIRD: The number of shares the corporation is authorized to issue is: 10,000

FOURTH: The street address of the initial registered office of the corporation is c/o C T Corporation System, 1200 South Pine Island Road, City of Plantation, Florida 33324, and the name of its initial registered agent at such address is C T Corporation System.

FIFTH: The names and addresses of the persons who are to serve as initial directors are:

John C. Huston

2800 North Gulfshore Blvd., #104, Naples, Florida 33940

SIXTH: The name and address of each incorporator is:

John C. Huston

2800 North Gulfshore Blvd., #104, Naples, Florida 33940

SEVENTH: Any other provision required or permitted by law is:

Signature of Incorporator

John C. Huston

Date: 6/10/99

C T Corporation System is familiar with and accepts the obligations provided for in Section 607.0505 of the Florida Statutes.

C T Corporation System

ine E. Diamond

Assistant Secretary

Date ____6/14/99

(FL001 - 5/11/98)