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HENRY ESTEVA
OF COUNSEL

July 2, 1999

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Educational Training, Inc.
Our File: E 178 S

Dear Sir:

Please find enclosed two (2) original Articles of Incorporation for the above-named corporation along with two (2) original Certificates of Designation of Registered Agent/Registered Office. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

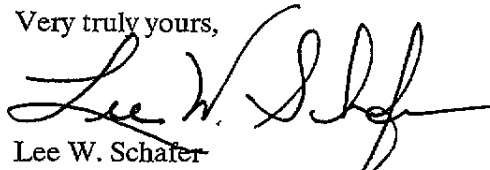
Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent	
Designation	<u>35.00</u>
Total	<u>\$ 122.50</u>

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****122.50 *****78.75

Please file the enclosed Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,


Lee W. Schafer

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Encs.

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ARTICLES OF INCORPORATION
OF
EDUCATIONAL TRAINING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as an Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for the purpose of organizing a business corporation:

1. **Name.** The name of this corporation is EDUCATIONAL TRAINING, INC.
2. **Principal Office.** The street address of the initial principal office of the corporation is 3056 Palm Avenue, Suite 1, Fort Myers, Florida 33901.
3. **Existence and Duration.** This corporation shall begin existence on the date of filing these Articles of Incorporation with the Department of State of the State of Florida and shall have perpetual existence.
4. **Purpose.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
5. **Capital Stock.** The total number of shares of capital stock which the corporation shall have the authority to issue is One Thousand (1,000) shares of Voting Common Stock having no par value. The holders of Voting Common Stock shall be entitled to one (1) vote for each share on all matters on which shareholders have the right to vote.
6. **Initial Registered Office and Agent.** The street address of the initial registered office of this corporation is 3056 Palm Avenue, Suite 1, Fort Myers, Florida 33901, and the name of the corporation's initial registered agent at said address is RANDOLPH WIGGINS, JR.
7. **Initial Board of Directors.** This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
RANDOLPH WIGGINS, JR.	3056 Palm Avenue, Suite 1 Fort Myers, Florida 33901

8. **Incorporator.** The name and address of the Incorporator signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
RANDOLPH WIGGINS, JR.	3056 Palm Avenue, Suite 1 Fort Myers, Florida 33901

9. **Pre-emptive Rights.** Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares the shareholder holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting the shareholder to exercise his, her, or its pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

10. **Amendment of Articles.** This corporation reserves the right to amend or repeal any provision 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 29th day of June, 1999.


RANDOLPH WIGGINS, JR., Incorporator

STATE OF FLORIDA
COUNTY OF LEE

The foregoing Articles of Incorporation was acknowledged before me this 29th day of June, 1999, by RANDOLPH WIGGINS, JR., who is personally known to me or who has produced his Florida driver's license as identification.

NOTARY PUBLIC

Sign: Katherine L. Szostak

Print: KATHERINE L. SZOSTAK

State of Florida at Large (Seal)

My commission expires:

lws\educ.art



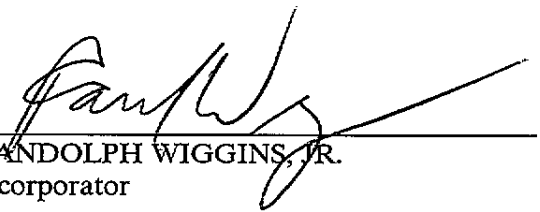
Katherine L. Szostak
MY COMMISSION # CC614936 EXPIRES
January 21, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida:

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

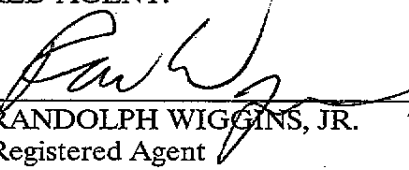
Randolph Wiggins, Jr.
3056 Palm Avenue, Suite 1
Fort Myers, Florida 33901



RANDOLPH WIGGINS, JR.
Incorporator

June 29, 1999

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED 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.



RANDOLPH WIGGINS, JR.
Registered Agent

June 29, 1999

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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