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Florida Department of State

Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

virtualacademics.com, inc.

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ARTICLES OF INCORPORATION 99 AUG -9 PM 2:25

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIRTUALACADEMICS.COM, INC.

The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

- FIRST: The name of the Corporation is VirtualAcademics.com, Inc. (the "Corporation").
- SECOND: The street address of the initial principal office and mailing address of the Corporation is 2198 Northwest 57th Street, Boca Raton, Florida 33496.
- THIRD: The Corporation is authorized to issue Ten Thousand (10,000) shares of common stock, par value \$.01 per share.
- FOURTH: The street address of the initial registered office of the Corporation is: 2198 Northwest 57th Street, Boca Raton, Florida 33496 and the name of the registered agent is: Robert Bettinger.
- FIFTH: The name and address of the incorporator of the Corporation is: Robert Bettinger, 2198 Northwest 57th Street, Boca Raton, Florida 33496.
- SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH: The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of August, 1999.


Robert Bettinger, Incorporator

THIS DOCUMENT PREPARED BY:

A. JEFFRY ROBINSON, P.A.

Florida Bar No. 232092

Broad and Cassel

201 S. Biscayne Boulevard, Suite 3000

Miami, Florida 33131

(305) 373-9400

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ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.


Robert Beninger, Individually

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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