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ARTICLES OF INCORPORATION

OF

FIRST STUDENT, 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: First Student, Inc.

SECOND: The street address of the initial principal office, and, if different, the mailing address of the corporation is:

One Centennial Plaza 705 Central Avenue - Suite 500 Cincinnati, Ohio 45202

THIRD: The number of shares the corporation is authorized to issue is: 7500

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:

M. Anthony Burns

John H. Dorr

Edwin A. Huston

3600 N.W. 82nd Avenue Miami, Florida 33166

3600 N.W. 82nd Avenue Miami, Florida 33166 3600 N.W. 82nd Avenue

Miami, Florida 33166

SIXTH: The name and address of the incorporator is:

Delores Clark 3600 N.W. 82nd Aavenue Miami, Florida 33166

The UNDERSIGNED have executed these Articles of Incorporation this 3rd day of

September, 1999.

Signature of Incorporator

Delores Clark

Date: September 3, 1999

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

SPECIAL ASSISTANT SECRETARY

Date 9-8-99

(FL001 - 5/11/98)