

LEONARD ALTERMAN

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November 22, 1999

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-11/24/99--01067--012
****122.50 *****78.75

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

EFFECTIVE DATE

11-22-99

FILED
99 NOV 24 PM 12:23
STATE DEPT OF STATE
TALLAHASSEE, FLORIDA

Re: SABAL LEARNING SYSTEMS, INC.

Gentlemen:

I am enclosing an original and one copy of the Articles of Incorporation and Designation of Registered Agent of SABAL LEARNING SYSTEMS, INC. Also enclosed is a check in the amount of \$122.50 as payment for the following amounts:

\$35.00 - Filing Fee
52.50 - Certified Copy
35.00 - Resident Agent Designation

I would appreciate your returning the certified copy to me at your earliest convenience.

Thank you for your attention to this matter.

Sincerely,


Leonard Alterman

LA/bjw
Enclosures

LAJ
12-1-99

ARTICLES OF INCORPORATION
OF

SABAL LEARNING SYSTEMS, INC.

EFFECTIVE DATE

11-22-99

FILED
99 NOV 24 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of organizing and incorporating a corporation pursuant to the laws of the State of Florida, hereby makes, subscribes, acknowledges, and files these Articles of Incorporation.

ARTICLE I

NAME OF THE CORPORATION

The name of this corporation shall be SABAL LEARNING SYSTEMS, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal office of the corporation shall be at: 3802 Biggin Church Road, Jacksonville, Florida 32224.

ARTICLE III

DURATION OF CORPORATION

This corporation shall exist in perpetuity, unless sooner dissolved in accordance with law; and its existence shall commence on the date of signing of these Articles of Incorporation.

ARTICLE IV

GENERAL PURPOSE

The general purposes for which this corporation is organized shall include the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE V

CAPITAL STOCK

The corporation shall have the authority to issue but one class of stock. It shall have the authority to issue 7500 shares of common stock, each of which shall have a par value of \$1.00 and shall have voting rights. Each shareholder shall have preemptive right.

ARTICLE VI

INITIAL REGISTERED OFFICE

The street address of the corporation's initial registered office and the name of its initial registered agent for service of process within the state of Florida at such address are:

Registered Agent: Joanne King

Address: 3802 Biggin Church Road
Jacksonville, FL 32224

ARTICLE VII

DIRECTORS

The corporation shall have not less than one and not more than five directors. The number

of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by the law or by the by-laws but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

The name and address of the initial directors of the corporation are as follows:

PAUL B. JORDAN
1977 Woodleigh Drive West
Jacksonville, Florida 32211

JOANNE KING
3802 Biggin Church Road
Jacksonville, Florida 32224

RONALD L. COLEMAN
1748 Aston Hall Drive East
Jacksonville, Florida 32246

ARTICLE IX

INCORPORATORS

The names and addresses of the incorporators are as follows:

PAUL B. JORDAN
1977 Woodleigh Drive West
Jacksonville, Florida 32211

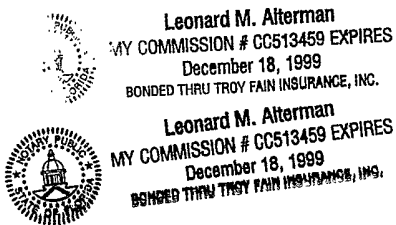
IN WITNESS WHEREOF, the undersigned has hereunto set their hands and seals on this the 22nd day of November, 1999.


PAUL B. JORDAN

STATE OF FLORIDA)
) SS:
COUNTY OF DUVAL)

On this day, before me, an officer duly authorized by law to take oaths and acknowledgments, personally appeared PAUL B. JORDAN, who executed the foregoing Articles of Incorporation, that he executed the same for the purposes therein expressed, ✓ who is personally known to me (or) _____ who has produced Florida Driver's License No. _____ as identification, and who _____ did ✓ did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Jacksonville, Florida, on this the 22nd day of November, 1999.



Leonard M. Alterman

Notary Public
State of Florida at Large
My Commission expires:

FILED
99 NOV 24 PM 12:23
CLERK OF THE COURT
JACKSONVILLE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at the place designated in these Articles of Incorporation, I hereby am familiar with and accept the duties and responsibilities in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Joanne King
JOANNE KING

Date 11-22-99