



THE UNITED STATES  
CORPORATION  
COMPANY

99000106619

ACCOUNT NO. : 072100000032

REFERENCE : 509290 4311639

AUTHORIZATION :

Patricia Pizot

COST LIMIT : \$ 78.75

ORDER DATE : December 9, 1999

ORDER TIME : 11:28 AM

ORDER NO. : 509290-005

CUSTOMER NO: 4311639

300003065413--8

CUSTOMER: Rosa Wong, Legal Asst  
AKERMAN SENTERFITT & EIDSON  
AKERMAN SENTERFITT & EIDSON  
One Southeast Third Avenue  
28th Floor  
Miami, FL 33131-1714

DOMESTIC FILING

NAME: PIVOTAL TRAINING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
DELETE CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 DEC -9 PM12:58

FILED

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

99 DEC -9 PM12:07

RECEIVED

T BROWN DEC - 9 1999.

ARTICLES OF INCORPORATION

OF

PIVOTAL TRAINING, INC.

**FILED**  
99 DEC -9 PM 12:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is PIVOTAL TRAINING, INC. (hereinafter called the "Corporation").

ARTICLE II

The address of the initial principal office and the initial mailing address of the Corporation is 100 Southeast 3rd Avenue, Suite 1100, Fort Lauderdale, Florida 33394.

ARTICLE III

This Corporation shall have authority to issue Twenty Million (20,000,000) shares of Common Stock having a par value of \$0.0001 per share.

ARTICLE IV

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301, and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE V

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors are two, and the name and address of the members of the initial Board of Directors, who will serve as the Corporation's directors until their successors are duly elected and qualified, are:

Thomas C. Byrne  
100 Southeast 3rd Avenue  
Fort Lauderdale, Florida 33394

Steven R. Berrard  
100 Southeast 3rd Avenue  
Fort Lauderdale, Florida 33394

**ARTICLE VI**

The name of the Incorporator is Steven R. Berrard, and the address of the Incorporator is 100 Southeast 3rd Avenue, Fort Lauderdale, Florida 33394.

**ARTICLE VII**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 8<sup>th</sup> day of December, 1999.

A handwritten signature in cursive script, reading "Steven R. Berrard", is written over a horizontal line.

STEVEN R. BERRARD,  
Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of PIVOTAL TRAINING, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

CORPORATION SERVICE COMPANY  
Registered Agent

By: Laura R. Dunlap  
Name: Laura R. Dunlap  
Title: as its agent

Dated: Dec. 9, 1999

**FILED**  
99 DEC - 9 PM 12: 58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA