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December 28, 1999
VIA AIRBORNE EXPRESS

Secretary of State
Corporate Division
The Capitol
Tallahassee, Florida 32301

Re: David Collins Seminars, Inc.

800003085288--5
-12/30/99-01100-001
122.50 **78.75

Dear Sir or Madam:

I am enclosing herewith an original and one copy of Articles of Incorporation for the above-named corporation. 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 fee	<u>35.00</u>
TOTAL	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Please do not hesitate to contact this office should you have any questions or require any additional information. Your prompt attention to this matter would be greatly appreciated.

Sincerely,



Lisa M. Novatka
Paralegal to
Edsel F. Matthews, Jr.

Enclosures
cc: David Collins

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 30 AM 10:42

2/1/00

EFFECTIVE DATE

12/27/99

ARTICLES OF INCORPORATION

OF

DAVID COLLINS SEMINARS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 DEC 30 AM 10:42

The undersigned acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I - NAME & ADDRESS

The name of this corporation is DAVID COLLINS SEMINARS, INC. and the address of the corporation is 400 Gulf Breeze Parkway, Suite 303, Gulf Breeze, FL 32561.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgment of these articles of incorporation.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, all of one class and series.

ARTICLE V - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 308 South Jefferson Street, Pensacola, Florida 32501, and the name of this corporation's initial registered agent is Edsel F. Matthews, Jr.

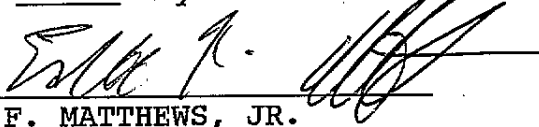
ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is two (2) whose names and addresses are David Collins, of 400 Gulf Breeze Parkway, Suite 303, Gulf Breeze, FL 32561 and Bryan J. Kiefer, of 400 Gulf Breeze Parkway, Suite 303, Gulf Breeze, FL 32561.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is Edsel F. Matthews, Jr., 308 Jefferson Street, Pensacola, Florida 32501.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 27th day of December, 1999.


EDSEL F. MATTHEWS, JR.

STATE OF FLORIDA

COUNTY OF ESCAMBIA

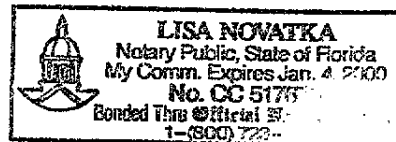
Before me the undersigned authority in and for the said State and County personally appeared Edsel F. Matthews, Jr. to me well known to be the person described in and who freely and voluntarily subscribed the foregoing articles of incorporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 27th day of December, 1999.



Notary Public

My Commission Expires: 1-4-2000



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Edsel F. Matthews, Jr., hereby accept the appointment as registered agent for David Collins Seminars, Inc., as set forth in its Articles of Incorporation filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 27th day of December, 1999.


Edsel F. Matthews, Jr.

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