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November 12, 2001

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-11/15/01--01029--013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

New Filings Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Articles of Incorporation of  
Knowledge-Forge, Inc.

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation and the Certificate Designating Place of Business or Domicile for the Service of Process with regard to the above referenced corporation. I have also enclosed \$78.75 to cover the cost of filing same and for a certified copy of the Articles.

Thank you for your cooperation in this matter; and should you have any questions with regard to the attached, please do not hesitate to contact me.

Very truly yours,

EARL K. MALLORY

FILED  
01 NOV 15 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EKM/amp  
enc.

ARTICLES OF INCORPORATION KNOWLEDGE-FORGE, INC.

FILED  
01 NOV 15 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is KNOWLEDGE-FORGE, INC..

ARTICLE II

The duration of this corporation is perpetual.

ARTICLE III

The general purposes for which this corporation is organized are:

**ALL LAWFUL EDUCATIONAL AND BUSINESS PURPOSES**

2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.

3. To do such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

ARTICLE IV

The principal office and mailing address of the corporation is 14527 U.S. HIGHWAY 1, JUNO BEACH, FL 33408.

ARTICLE V

The aggregate number of shares which the corporation is authorized to issue five million (5,000,000). Such shares shall be of a single class, and shall have a par value of One and No/100 Dollar (\$1.00) per share.

ARTICLE VI

The street address of the initial registered office of the corporation is: 1907 Commerce Lane, Suite 104, Post Office Box 8858, Jupiter, Florida 33468-8858, and the name of its initial registered agent at such address is Earl K. Mallory.

ARTICLE VII

The number of directors constituting the initial Board of Directors of the corporation is Three (3). The name and address of each person who is to serve as a member of the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
DOUGLAS G. JOHANSEN	14257 US HIGHWAY 1, JUNO BEACH, FL 33408
JOHN H. FLYNN	14257 US HIGHWAY 1, JUNO BEACH, FL 33408
HOWARD FLYNN	5412 IDYLVILD TR. #108, BOULDER, CO 80301

ARTICLE VIII

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
JOHN H. FLYNN	14257 US HIGHWAY 1, JUNO BEACH, FL 33408
HOWARD FLYNN	5412 IDYLVILD TR. #108, BOULDER, CO 80301
DOUGLAS G. JOHANSEN	14257 US HIGHWAY 1, JUNO BEACH, FL 33408

EXECUTED by the undersigned at Jupiter, Palm Beach County, Florida on this 12th day of November, 2001.

  
 \_\_\_\_\_  
 DOUGLAS G. JOHANSEN

STATE OF FLORIDA  
COUNTY OF PALM BEACH

DOUGLAS G. JOHANSEN, PERSONALLY appeared before the undersigned authority on the 12 day of NOVEMBER, 2001, before me, a Notary Public duly authorized in the State and County of aforesaid to take acknowledgments, known to be the person described as a subscriber in the foregoing Articles of Incorporation, and he/she acknowledged before me that he/she subscribed to and executed said Articles of Incorporation.

WITNESS my hand and official seal the day and year last aforesaid.



Earl K. Mallory  
Commission # CC 789255  
Expires NOV. 20, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.

\_\_\_\_\_  
 Notary Public, State of Florida  
 at Large  
 Print Name: \_\_\_\_\_  
 Commission No.: \_\_\_\_\_  
 My Commission Expires: \_\_\_\_\_

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING THE AGENT UPON WHOM PROCESS MAY BE SERVED

FILED  
01 NOV 15 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. The name of the corporation is KNOWLEDGE-FORGE, INC.
2. The name and address of the Registered Agent and Office is:

EARL K. MALLORY, ESQ.  
1907 COMMERCE LANE, SUITE 104  
POST OFFICE BOX 8858  
JUPITER, FLORIDA 33468-8858

  
DOUGLAS G. JOHANSEN, INCORPORATION

11-12-2001  
Date

ACKNOWLEDGEMENT AND ACCEPTANCE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
EARL K. MALLORY, ESQ.

11-12-01  
Date