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FORM-BUSINESS SERVICES

T-483 P.01/03 F-362

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5/22/98 FLORIDA DIVISION OF CORPORATIONS 9:19 AM
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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001

FROM: BUSINESS FILINGS ACCT#: 105256001620
CONTACT: RICHARD OSTER
PHONE: (608)251-6600 FAX #: (608)251-6907

NAME: NT SCHOOL.COM INC.
AUDIT NUMBER. ... H98000009660
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES 1
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TALLAHASSEE, FLORIDA

H98000009660

B. BROCK MAY 26 1998

**ARTICLES OF INCORPORATION
OF
NT School.com Inc.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: NT School.com Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 8390 State Rd 84, Suite #228, Ft. Lauderdale, FL 33324

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 2000. The par value of each share of stock is \$.01.

ARTICLE IV INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is: Business Filings Incorporated., 1186 Ocean Shore Blvd., Suite 195, Ormond Beach, FL 32176.

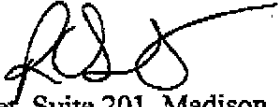
ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Richard Oster, 214 N. Henry Street, Suite 201, Madison, WI 53703.

ARTICLE V INITIAL DIRECTORS

The initial directors of the corporation is:
Ron Rubens, 9710 SW 15 Drive, Davie, FL 33324
David Kaufman, 8390 State Rd. 84, Suite #228, Ft. Lauderdale, FL 33324

The undersigned incorporator has executed these Articles of Incorporation this 21st day of May, 1998

The document was prepared by: 
Richard Oster, 214 N. Henry Street, Suite 201, Madison, WI 53703. 608-251-6600

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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.

The name of the corporation is: NT School.com Inc.

The name and address of the registered agent and office is: Business Filings Incorporated, 1186 Ocean Shore Blvd., Suite 195, Ormond Beach, FL 32176.

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.

Signature: Richard Oster
Richard Oster, Vice-President
Business Filings Incorporated.

Date 5/19/98

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