20030717000452560 Pg 1/2 50.00 Shelby Cnty Judge of Probate, AL 07/17/2003 10:16:00 FILED/CERTIFIED

STATE OF ALABAMA

DOMESTIC NON-PROFIT CORPORATION ARTICLES OF INCORPORATION GUIDELINES

INSTRUCTIONS:

NP-1 Rev. 4/2000

Step 1: This form is a guideline for completing your Articles of Incorpation. To incorporate, file the original and two copies of the Articles of Incorporation in the county where the corporation's registered office is located. The Secretary of State's filing fee is \$20. Please contact Judge of Probate to verify filing fees. Step 2: Non-profit corporations MUST have at least three directors.

PURSUANT TO THE PROVISIONS OF THE ALABAMA NON-PROFIT CORPORATION ACT, THE UNDERSIGNED HEREBY ADOPTS THE

| FOLLOWING A | ARTICLES OF INCORPORATION. | | |
|-------------------------|---|---|--|
| Article I | The name of the corporation: Academic Partners, Inc. | | |
| Article II | The duration of the corporation is perpetual, unless otherwise stated. | | |
| Article III | The corporation has been organized for the following purpose To provide a broad range of educational s | e(s): upport services, | |
| | including training, advocacy and policy a | nalysis, supplementa | |
| | and support services, securing educationa | | |
| Article IV | educational programs, and delivery of studies. If the designation of such class or classes, the manner of election or appointment and the qualification and set forth in the articles of incorporation or the bylaws. If the corporation has no members, that fact shades a set forth in the articles of incorporation or the bylaws. | frights of the members of each class shall be | |
| Article V | The street address (NO PO BOX) of the registered office | 1081 Ashford Lane | |
| | Birmingham, AL 35242 | and the name of | |
| | registered agent at that office Lynne B. Meeks | <u> </u> | |
| Article VI | The names and addresses of the Directors: Dean D. Brake, 7018 Inverness Green Ln Bham, AL 35242 | | |
| | Carrie Lusk, 4848 Pin Oak Pk Dr, Apt 1625 | Houston, TX 77081 | |
| | Nancy Meeks, 3078 Clairmont Rd #902 Atlan | ta, GA 30329 | |
| Article VII | The name(s) and address(es) of the Incorporator(s): Michael Lynne B. Meeks, 1081 Ashford Lane, Bham, 1 | | |
| Any corporation, added. | provision that is not inconsistent with the law for the regulation including any provision for distribution of assets on dissolution | of the internal affairs of the or final liquidation, may be | |
| IN W | /ITNESS THEREOF, the undersigned incorporator executed the | se Articles of Incorporation | |
| on this the _ | | , 20 <u>03</u> | |
| THIS DOCUME | Michael W. Meeks ENT PREPARED BY: | | |
| | Type of Print Name of In | Type or Print Name of Incorporator | |
| | Mila DM | UKI) | |
| | Signature of Incorporator | | |

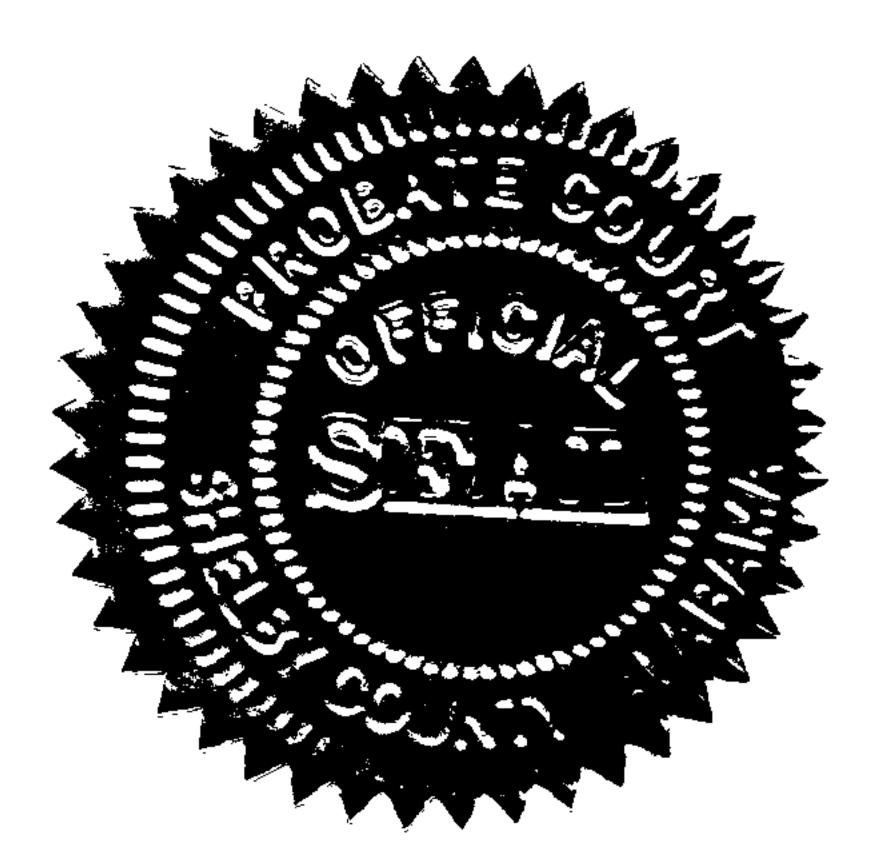
State of Alabama Shelby County

Certificate of Incorporation

ACADEMIC PARTNERS, INC.

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of ACADEMIC PARTNERS, INC., duly signed and verified pursuant to the provisions of Section Non Profit of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in her by law, hereby issues this Certificate of Incorporation of ACADEMIC PARTNERS, INC., and attaches hereto a duplicate original of the Articles of Incorporation.



Given under my hand and Official Seal on this the 17TH day of JULY, 2003

Vatricia Yeags Frameistes

Patricia Yeager Fuhrmeister Judge of Probate