

2509456

FILED
in the office of the Secretary of State
of the State of California

MAY - 2 2003

Kevin Shelley
KEVIN SHELLEY, Secretary of State

**STATEMENT AND DESIGNATION
BY FOREIGN CORPORATION**

Connections Academy, Inc.

(Name of Corporation)

_____, a corporation organized and existing under the laws of Delaware, makes the following statements and designation:
(State or Place of Incorporation)

- 1. The address of its principal executive office is _____
1000 Lancaster Street, 6th Floor, Baltimore, MD 21202
- 2. The address of its principal office in the State of California is NONE

DESIGNATION OF AGENT FOR SERVICE OF PROCESS IN THE STATE OF CALIFORNIA
(Complete either Item 3 or Item 4.)

3. (Use this paragraph if the process agent is a natural person.)
_____, a natural person residing in the State of California, whose complete address is _____
_____, is designated as agent upon whom process directed to this corporation may be served within the State of California, in the manner provided by law.

4. (Use this paragraph if the process agent is a corporation.)
CAPITOL CORPORATE SERVICES, INC., a corporation organized and existing under the laws of CALIFORNIA, is designated as agent upon whom process directed to this corporation may be served within the State of California, in the manner provided by law.

NOTE: Corporate agents must have complied with California Corporations Code Section 1505 prior to designation.

5. It irrevocably consents to service of process directed to it upon the agent designated above, and to service of process on the Secretary of State of the State of California if the agent so designated or the agent's successor is no longer authorized to act or cannot be found at the address given.

Barbara Dreyer

(Signature of Corporate Officer)

Barbara Dreyer, President

(Typed Name and Title of Officer Signing)

Delaware

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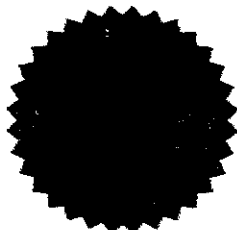
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CONNECTIONS ACADEMY, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF MAY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CONNECTIONS ACADEMY, INC." WAS INCORPORATED ON THE THIRTIETH DAY OF OCTOBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2394979

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DATE: 05-01-03