

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

CURRICULUM COTTAGE, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: July 7, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By

Valerie Flint

ARTICLES OF INCORPORATION

of

CURRICULUM COTTAGE, INC.

JUL 7 4 42 PM '83
SECRETARY OF STATE

1. The name of the corporation is Curriculum Cottage, Inc.

2. The period of its duration is perpetual.

3. The purpose of the corporation is to transact all lawful business for which corporations may be incorporated under the laws of the State of Idaho including sales of personal property, ownership of all types of property, real and personal, and all activities incidental thereto.

4. The corporation shall have authority to issue five hundred thousand (500,000) shares of common stock, all of which shares shall have no par value.

5. The address of the corporation's initial registered office is 1711 North 30th, Boise, Idaho 83703. The name of its official registered agent at such address is Michael Sciscoe.

6. The number of directors constituting the initial board of directors of the corporation is three whose names and addresses are:

Michael Sciscoe
1711 North 30th
Boise, Idaho 83703

Cynthia Sciscoe
1711 North 30th
Boise, Idaho 83703

Robert Sciscoe
9629 Larimore Ave.
Omaha, Nebraska 68134

The above named persons are to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualified.

7. The name and address of each incorporator is:

Michael Sciscoe
1711 North 30th
Boise, Idaho 83703

Cynthia Sciscoe
1711 North 30th
Boise, Idaho 83703

8. The personal liability of a director to the corporation or its stockholders for monetary damages for breach of fiduciary duty as director is hereby eliminated and no director shall have personal liability to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except that the personal liability of a director to the corporation or its stockholders for any breach of the directors duty of loyalty to the corporation or its stockholders, for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law shall not be eliminated and the personal liability of a director to the corporation or its stockholders for the liability imposed by Idaho Code 30-1-48 shall not be eliminated and the personal liability of a director to the corporation or its stockholders for personal liability for any transaction from which the director derived a legally improper personal benefit shall not be eliminated.

Dated this 6th day of July, 1992.

Michael Sciscoe
Michael Sciscoe

Cynthia Sciscoe
Cynthia Sciscoe

STATE OF IDAHO)
County of Ada) ss.

Michael Sciscoe and Cynthia Sciscoe, being first duly sworn, upon oath, depose and state:

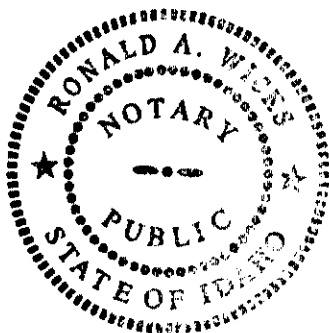
That they are the incorporators in the above-entitled Articles of Incorporation; that they have read the foregoing Articles of Incorporation of Curriculum Cottage, Inc. and knows the contents thereof and that the same are true as they verily believe.

Michael Sciscoe
Michael Sciscoe

Cynthia Sciscoe
Cynthia Sciscoe

SUBSCRIBED AND SWORN To before me this 6th day of July, 1992.

(SEAL)



Ronald A. Wicks
Notary Public for Idaho
Residing at BOISE Idaho

My Commission expires 5-12-98