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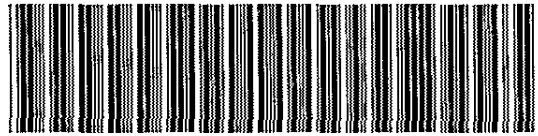
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2006 SEP 25 AM 10:38  
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September 25, 2006

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Brandon Kid's Connection Day School, L.L.C.

FILED  
 SECRETARY OF STATE  
 TALAHASSEE, FLORIDA  
 SEP 25 5 PM '06

**Filing Evidence**

- Plain/Confirmation Copy
- Certified Copy

**Retrieval Request**

- Photocopy
- Certified Copy

**Type of Document**

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include  
 - Articles & Amendments
- Fictitious Name Certificate
- Other

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**ARTICLES OF ORGANIZATION**

**OF**

**LIMITED LIABILITY COMPANY**

**FILED**  
06 SEP 25 PM 1:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this Limited Liability Company is:

**BRANDON KID'S CONNECTION DAY SCHOOL, L.L.C**

**ARTICLE II - DURATION**

This Limited Liability Company shall have a perpetual existence and shall commence existence on the date these Articles are executed.

**ARTICLE III - PURPOSE**

This Limited Liability Company is created for the purpose of owning, operating and managing a school and/or childcare facility and any such other business as may be agreed upon by the members as allowed under the laws of State of Florida, and the laws of the United States.

**ARTICLE IV - PLACE OF BUSINESS AND REGISTERED AGENT**

The principal place of business of this Limited Liability Company shall be 701 Westwood Dr., Brandon, FL 33511, and such other place or places as the members from time to time may determine. The Mailing address for the business shall be 701 Westwood Dr., Brandon, FL 33511.

The initial registered office of this Limited Liability Company shall be: Lansky & Courtney, P.L., whose address is: 137 S. Parsons Avenue, Brandon, FL 33511.

**ARTICLE V**

**MANAGEMENT OF BUSINESS**

The Limited Liability Company shall be managed by one or more managers in accordance

with regulations adopted by the members for the management of the business and affairs of the Limited Liability Company. SAMUEL ETIENNE shall be the initial manager of the Limited Liability Company. The manager's address is 1201 E. Ridge Rd., Suite E, McAllen, TX 78503. The initial member of the Limited Liability Company shall be SAMUEL ETIENNE, whose address is 1201 E. Ridge Rd., Suite E, McAllen, TX 78503.

The approval of all the members is required for the following: (a) assignees, including debts owed the Limited Liability Company; (b) confessing a judgment; (c) submitting a claim to arbitration; (d) executing and delivering any debt instrument; (e) borrowing money in the name of the Limited Liability Company; (f) purchase or sale of any property, real or personal, tangible or intangible, if the total amount equals or exceeds ten thousand dollars (\$10,000.00) excluding vehicle inventory; (g) pledging a member's interest to outsiders; and (h) disposal of the goodwill of the Limited Liability Company. This list is not intended to limit or eliminate any obligations of a managing member under Section 608, Florida Statutes, or the regulations of this Limited Liability Company.

## **ARTICLE VI** **REGULATIONS**

At the time of executing these articles of organization, the members of the Limited Liability Company shall adopt regulations containing all provisions for the regulation and management of this company not inconsistent with law or these articles.

The power to alter, amend or repeal these regulations shall be vested in all the members of this company by unanimous vote.

## **ARTICLE VII- PROPERTY**

Real or personal property originally brought into or transferred to the company, or acquired by the company by purchase or otherwise shall be held and owned, and conveyance shall be made, in the name of this Limited Liability Company.

**ARTICLE VIII**  
**MEETING OF MEMBERS**

Annual meetings of the members shall be held within 30 days after the close of the company's fiscal year by telephone or at times and places selected by the members. Special meetings may be called by any member at any time in accordance with the requirements set forth in the regulations. Notice of special meetings shall be by telefax or express, receipted mail service. Attendance at a meeting constitutes a waiver of notice.

Minutes shall be kept of all regular and special meetings.

**ARTICLE IX**  
**TRANSFERABILITY OF MEMBERS' INTEREST**

A member's interest in this Limited Liability Company may be transferred only with the unanimous written consent of all the remaining members if the transferee intends to become a member. Without this consent, the transferee shall not be entitled to become a member or to participate in the management of the company, but shall be entitled only to the share of profits, other compensation or return of contribution to which the transferor otherwise would be entitled.

**ARTICLE X**  
**PROFITS**

The members of this company shall be entitled to the net profits arising from the operation of the company business. Each member shall be entitled to the distributive share of the profits pursuant to the operating partnership agreement for the company.

**ARTICLE XI**  
**ADMISSIONS OF NEW MEMBERS**

Additional members may be admitted from time to time with the unanimous written consent of the members.

**ARTICLE XII**  
**AMENDMENTS**

These articles, except with respect to the vested rights of the members, may be amended from time to time by at least two-thirds consent of the members, and the amendments shall be filed, duly signed by all members of the Limited Liability Company, with the Florida Department of State. All members of the Limited Liability Company agree to abide by consent of at least two-thirds, and agree to sign such amendments for the purpose of filing with the Florida Department of State.

IN WITNESS WHEREOF, the parties hereto have executed these articles of organization on September 21, 2006.

  
SAMUEL ETIENNE

STATE OF Texas  
COUNTY OF Hidalgo

The foregoing instrument was acknowledged before me this 21 day of September, 2006, by SAMUEL ETIENNE:

who is personally known to me, or  
 who produced \_\_\_\_\_ as identification  
and who did/did not take an oath.



Notary Public

**ACKNOWLEDGMENT**

Having been named registered agent and to accept service of process for the above stated Limited Liability Company 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 as provided for in Chapter 608, F.S.

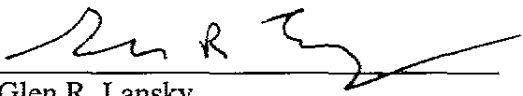
**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING REGISTERED OFFICE  
AND REGISTERED AGENT (AND RESIDENT AGENT)**

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Pursuant to applicable Florida Statutes, the following is submitted:

That **BRANDON KID'S CONNECTION DAY SCHOOL L.L.C.**, desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the ARTICLES OF ORGANIZATION at Lansky & Courtney, P.L., 137 S. PARSONS AVE., Brandon, FL 33511, has Glen R. Lansky of that address, as its Registered Agent (and Resident Agent).

Dated this 22<sup>nd</sup> day of September, 2006.

  
Glen R. Lansky  
Lansky & Courtney, P.L.