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**995000047223**

16-8 14: GEIGER, KASDIN, HELLER & KUPERSTEIN DIV. OF CORPORATIONS 1/4

6/16/95

FLORIDA DIVISION OF CORPORATIONS  
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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN,  
1428 BRICKELL AVE  
6TH FLOOR  
MIAMI FL 33131-  
CONTACT: BEVERLY O RIEDY  
PHONE: (305) 372-5000  
FAX: (305) 372-0052

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: ALL AMERICAN EDUCATION CONSULTANTS, INC.  
FAX AUDIT NUMBER: H95000006740  
DATE REQUESTED: 06/16/1995

CURRENT STATUS: REQUESTED  
TIME REQUESTED: 10:14:27

CERTIFIED COPIES: 1  
NUMBER OF PAGES: 3  
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6/16/95

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1428 BRICKELL AVE  
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MIAMI FL 33131-

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TALLAHASSEE, FLORIDA

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6-16-85 : 14:03 :GEIGER KASDIN HELLER- DIV OF CORPORATIONS:# 2/ 4

FA#: H95-6740

**ARTICLES OF INCORPORATION OF  
ALL AMERICAN EDUCATION CONSULTANTS, INC.**

FILED  
95 JUN 16 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of the Corporation is ALL AMERICAN EDUCATION CONSULTANTS, INC.

**ARTICLE II  
DURATION**

This Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter.

**ARTICLE III  
PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida.

**ARTICLE IV  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the corporation is: 1736 East Commercial Boulevard, Ft. Lauderdale, Florida 33334.

**ARTICLE V  
CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares."

Stanley M. Kuperstein, Esq.  
GEIGER, KASDIN, HELLER, KUPERSTEIN,  
CHAMBERS & WEIL, P.A.  
1428 Brickell Avenue, 6th Floor  
Miami, Florida 33131  
Telephone: (305) 372-5000  
Facsimile: (305) 372-0052  
Florida Bar Number: 113612

FA#: H95-6740

SENT BY:

6-16-95 : 14:04 : GEIGER KASDIN HELLER- DIV OF CORPORATIONS: # 3/ 4

FA#: H95-6740

**ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of this Corporation is 1428 Brickell Avenue, 6th Floor, Miami, Florida 33131, and the name of the initial Registered Agent of this Corporation at that address is Stanley H. Kuperstein.

**ARTICLE VII  
INCORPORATOR**

The name and address of the person signing these Articles is:

**NAME**

**ADDRESS**

ESTHER S. HELLWIG

1428 Brickell Avenue, 6th Floor  
Miami, Florida 33131


**ARTICLE VIII  
POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

**ARTICLE IX  
AMENDMENT**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16th day of JUNE, 1995.

  
ESTHER S. HELLWIG

FA#: H95-6740

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J:\WORK\ESTHER\CORP\AMER\AOI

SENT BY:

0-16-05 : 14:04 : GEIGER KASDIN HELLER - DIV OF CORPORATIONS: # 4 / 4

FA#: H95-6740

**CERTIFICATE DESIGNATING REGISTERED OFFICE  
FOR SERVICE OF PROCESS  
WITHIN THE STATE OF FLORIDA, NAMING REGISTERED AGENT  
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTIONS 607.0501 AND 48.091, FLORIDA  
STATUTES, THE FOLLOWING IS SUBMITTED:

THAT ALL AMERICAN EDUCATION CONSULTANTS, INC., DESIRING TO  
ORGANISE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, HAS  
NAMED STANLEY M. KUPERSTEIN LOCATED AT 1428 BRICKELL AVENUE, 6TH  
FLOOR, MIAMI, DADE COUNTY, FLORIDA, ITS REGISTERED AGENT TO ACCEPT  
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

  
ESTHER S. HELLWIG

INCORPORATOR  
TITLE

6/16/95  
DATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY  
AGREE TO ACT IN THE CAPACITY OF REGISTERED AGENT, AND I FURTHER  
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE  
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

  
STANLEY H. KUPERSTEIN

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95 JUN 16 PM 4: 38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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