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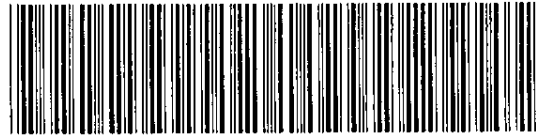
(Business Entity Name)

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J. Shivers DEC 13 2010

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: UNIT Educational Institute Diurnal and nocturnal "San Marcos de Leon" C.A.
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

RAMON J. COLINA
Name of Person

115 SW 11th Street apt 707
Firm/Company
Address

Miami, FL 33130
City/State and Zip code

Ramon.Colina@gmail.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ramon J. Colina Quintero at (_____) _____
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee; Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. UNICE EDUCATIONAL INSTITUTE "San Marcos de Leon" Co.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Venezuela 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 4/6/2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 115 SW 11th Street Apt # 707
(Principal office address)

Miami, FL 33130
(Current mailing address)

8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: RAMON J. COLINA
Office Address: 115 SW 11th Street Apt # 707
MIAMI, FL 33130, Florida _____
(City) (Zip code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: RAMON J COLINA

Address: CALLE 19 H 5-44 Merida-Venezuela

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

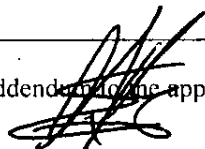
Treasurer: _____

Address: _____

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____



Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. RAMON COLINA

(Typed or printed name and capacity of person signing application)



BOLIVARIAN REPUBLIC OF VENEZUELA
 MINISTERIO DEL INTERIOR Y JUSTICIA
 REGISTRO MERCANTIL PRIMERO

OF THE MERIDA STATE JUDICIAL DISTRICT

ABOG. RAMÓN ACACIO GUTIERREZ GUTIÉRREZ,

THE FIRST COMMERCIAL REGISTRAR OF THE MERIDA STATE JUDICIAL DISTRICT

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C E R T I F I C A T E

To register of Commerce transcribed seat then Cay originate
 is inscribed in the volume-A - 8... Number: 51
 as well as the participation, note and document that are copied from followed
 are faithful transfer their originals, which are along the following lines

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TALLAHASSEE, FLORIDA

Ciudadano:

REGISTRAR COMMERCIAL FIRST JUDICIAL DISTRICT OF MERIDA STATE

You Clearance

I RAMÓN JOSÉ COLINA QUINTERO, Venezuelan, increased age, married, agricultural engineer, master's degree in agricultural sciences (M.s.c), owner of her citizenship card identity no. 4.350.432 this home and civilly skillful, duly authorised to act. According to article 38 of the constituent document of the company "educational unit daytime Institute and time "SAN MARCOS DE LEON, C.A", occurs before you in order to expose for purposes of registration of the company in the commercial register which leads by the Secretariat of the registry next to praise worthy responsible, under the terms provided for by the commercial code.

To such elected produce articles and balance document duly spindle Rite by the aforementioned company partners.

Ask you therefore supported this request and right corresponds to so give course of law, ordering the fixation and publication to take place and which is issued seat certified copy thereof with the car you provide.

It is justice, in Merida on the date of its presentation.

IT IS A TRUE ENGLISH TRANSLATION

State of Florida County of Leon
Sworn to and subscribed before me
this 13 day of December 20 10.
By Ramon Jose Colina Quintero
Personally known _____ or ID
Type of Identification Drivers License
Terr Schroeder
State of Florida-Notary Public





BOLIVARIAN REPUBLIC OF VENEZUELA
MINISTERIO DEL INTERIOR Y JUSTICIA
REGISTRO MERCANTIL PRIMERO

OF THE MERIDA STATE JUDICIAL DISTRICT

Mérida six (6) of April two thousand one (2001) 190 and 142 years. By submitted previous participation. Compliments as they have been the requirements of law, enroll in the registry | Trade together with the document presented; published and placed the | respective; seat train company dossier and archived | original along with the (copy of the statutes and other documents | accompanied.) Issue the copy of publication, the previous document (j) written by Dr. Joanna Maria fortified forms from the commercial register under the N0-51 - volume - A-8... Bs. 79115.00 paid rights based company RM N.327756, SENIAT N.0512159 by Bs.: 94192. 00 The identification was made well: RAMÓN JOSÉ COLINA QUINTERO, C.I: 4.530.432

The logger companies first signature.

ABOG. RAMÓN ACACIO GUTIERREZ GUTIÉRREZ

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TALLAHASSEE, FLORIDA

THIS PAGE BELONGS TO:

UNIT EDUCATIONAL INSTITUTE DAY AND NIGHT "SAN FRAMEWORKS LION" C.A.

WITH / 18/BET"

Us, RAMÓN JOSÉ COLÍNA QUINTERO, Venezuelan increased age, married, agronomist engineer, master in agricultural sciences (M.s.c), holder of the certificate of identity ne 4.530.432 and MARÍA del ROSARIO VEGA DE COLÍNA, Venezuelan, of age, married, architect and engineer, holder of the certificate of identity no. 5.988.46, domiciled in Merida, Merida State, spouses and working, we declare: that we agreed to constitute Horn indeed represent a company ANÓNIMA, which shall be governed by the commercial code and the provisions laid down in this document serve constituted by the Act and has been drafted with sufficient breadth as in turn statutes which contain the following clauses: first: the society called unit educational Institute day and night "SAN MARCOS DE LEÓN" C.A..Second: The domicile is the city of Mérida, Mérida State; You can set extensions and schools in any city of the Republic or abroad if so required. Third: The objective of the company will be implementing and executing plans and programs of systematic, in any of their levels (pre school, first, second stage, media, basic, Diversificada, technical and/or higher) education, technical training courses promote all ti are cultural activities to improve the condition of social, moral and civic do persons are directly related to the educational process, thus Horn also publication of books, magazines, audio visual models and finally other instructive, consistent with forecasts character material do the Constitution and the organic law on education, decrees and resolutions related matter, promote economic order allowing sub-support Institute, importing all kinds of electronic, technical, scientific, technological equipment (hardware and software) and all related to technology, scientific and cultural materials; likewise apply for grants, financial aid, loans for educational purposes, build all kinds of infrastructures, housing, recreational and educational purposes, also promote and develop all kinds of educational project, and in turn give technical support to all business and educational levels. Fourth: The duration will be fifty (50) years after date of the Registration Act and the statutes in the trade register, being understood that this period may be extended or liquidate the company by the expiry of the term when decided by the Assembly of partners. TITLE II OF THE SOCIAL CAPITAL OF ACTIONS. Fifth: The Social Capital of the company talent subscribed is the amount of five million of BS (Bs 5.000.000,00), divided into five hundred actions (500) 1) 1 KZ MIL BOLIVARES (Bs 10,000.00) each sixth: the actions were subscribed as below specifies MARÍA del ROSARIO VEGA DE COLINA

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(. 100,000.00) and RAMÓN, JOSE COLINA QUINTERO, subscribed and paid four hundred ninety actions (490), ten MIL BOLIVARES (Bs). 10.000 (00) for a total of four million NOVECIENTOS MIL BOLIVARES (Bs. 4.900.000,00), paying each of shareholders, MARÍA del ROSARIO VEGA DE COLINA on a deposit in the name of u. E.. DAYTIME Institute and time "SAN MARCOS DE LEON" AC, which is appended to this document, the amount of four million NOVECIENTOS MIL BS RAMÓN JOSÉ COLINA QUINTERO (4.900.000, 00), consisting of furniture owned as evidence of public notaries in the first Office listing Mérida in date and inserted document 11 of November of the year 2000 the number 57, volume 72, These property changes it hereby n property of the. «EDUCATIONAL unit daytime Institute and time "SAN MARCOS DE LEÓN" I do C.A., being thus completely cancelled the capital subscribed a them ' this share totaling the amount of five million of BS (Bs 5.000.000,00) described. Seventh: The term Fra is Fund learning the value of the shares subscribed and paid, shall fix it at every opportunity the company management: OCTAVE: Actions are registered and shall signed by DIRECTOR General Manager and the SUB DIRECTOR from the company, and also comply with the requirements prescribed in the article 293 of the commercial code current. NINTH: The shares confer equal rights to the shareholders. Therefore, be indivisible with respect to the company for the purposes of the vote, recognizing a single owner for each action. Tenth: Administration issued titles representing various actions which shall fill the same requirements of clause octave, what shall be entered in the books of shareholders and directors of the company. Tenth first: When issuing new securities in replacement of Titles lost or damaged, it will appear in the same duplicate character and take note in the book of shareholders. TENTH second: The shareholders have preferential right to purchase the actions that other shareholder wish to dispose in proportion to those who possess. In this case, shareholders wishing to dispose of its shares, will participate it in writing to the Administration with indication of the number of shares you want to dispose of, the price we aspire and your method of payment. Receive participation DIRECTOR General Manager immediately pass copy of such participation to other shareholders, who have a period of thirty (30) days from the date that was received by the DIRECTOR-GERENTE that indicate Yes make use or not of his preferential right. If expired this deadline, no shareholder has taken his willingness to acquire the offered shares, they may SR. sold to

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shareholders, if there have been complied with this requirement. TENTH third: If any disagreement as to the price to be paid for the shares offered, the same shall be determined taking into account its nominal and State economic company for the date of the negotiation. Tenth fourth: The share capital may be increased by a resolution of the Assembly of shareholders, and they will be preferred in the subscription of new shares, shareholders in proportion to those possessing, and therefore shares not subscribed for by those of the deadline for this purpose has been sanded the Assembly only will be offered to the public. Tenth fifth: No shareholder may dispose of or encumber any of their actions, if not previously obtained consent given in writing by the administrative organ of the company. By Jo both, do any act or legal business disposition or warranty, that have been held or executed without having obtained such authorization shall be deemed, null and legally non-existent for their effect before the society. TITLE. (III), THE ADMINISTRATOR AUTHORITY. Tenth sixth: The company directors will be in charge of the General Assembly of shareholders legally constituted, but the direction of business, is exercised by A Manager named managing DIRECTOR, ELEGIDO by the General Assembly. It will be also appointed by the General Assembly A substitute Manager called SUB-DIRECTOR GERENTE, who shall exercise the functions of the in case of absence or temporary or permanent withdrawal. Tenth Seventh: the DIRECTOR General Manager and his alternate shall be shareholders or not of the company will last five (5) years in their functions, being understood that if for any reason the Assembly doeth not respective appointments in due course they will continue in its performance of its corresponding charges to be replaced. Tenth octave: EL DIRECTOR General Manager, represent the company in tocius loa Affairs and business for which has been constituted, has filenas faculties of management, among other powers following ACE.! Represent the company actively and passively, sustain and defend their rights before the authorities and national officials within and municipal as well as to private individuals, authorize with your signature everything; lo contratos, documentos y actos do la Compañía, conferir poderes para la defensa Judiciales y Extrajudicial de la Compañía, abrir y movilizar cuentas Bancaria, corrientes o de simple gestión, librar cheques, giros y demás efectos de comercio, nombrar y destituir los empleados y obreros de la Compañía y fijarles su remuneración, realizar las actividades comprendidas dentro del objeto social,

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garantías prendarias, hipotecarias o fideiusorias, celebrar cualesquiera otros contratos de simple administración, sobre los bienes sociales, y particularmente los comprendidos filtro del objeto social de la Compañía, resolver sobre los asuntos relativos a la gestión diaria de la Compañía, celebrar contratos o convenios con empresas similares para el desarrollo y defensa de la Compañía, en los términos que estime convenientes para, tal fin, designar factores mercantiles señalándoles sus atribuciones y quienes actuarán bajo su responsabilidad, acordar los gastos generales y fijar el presupuesto de la Compañía, para cada ejercicio económico, disponer del empleo que debe darse al fondo de reserva legal a que se refiere el Artículo 262 del Vigente Código de Comercio, dar cumplimiento a las decisiones tomadas por la Asamblea General Ordinaria o Extraordinaria, presidir las sesiones de las Asambleas y convocar a las mismas, supervigilar la contabilidad y hacer tanteos de caja en la oportunidad en que Jo creyere conveniente exigir rendiciones de cuentas, otorgar recibos cancelaciones o finiquitos, formar cada año, una situación activa o pasiva de la Compañía, presentar a la Asamblea General Extraordinaria de Accionistas una exposición detallada de todas las operaciones de la Compañía, durante el respectivo ejercicio económico, juntó con el Balance General y el Informe del Comisario, indicar la fecha a partir de la cual se deben hacer efectivos los dividendos y utilidades y el lugar de su pago. NINTH tenth: Only DIRECTOR General Manager is the fully empowered to perform all sorts of acts of disposal, disposition and lease or any other instrument or contract that wrap the disposal or sale of assets that constitute the social assets and therefore, to implement any and particular acts of this nature and give respective documents and more relevant, not required in any case the authorisation of the General Assembly of shareholders. Twenty: EL DIRECTOR General Manager and LDS DIRECTOR-GERENTE, as appropriate, shall ensure its management by depositing boxed company, twenty percent (20%) of the amount of their shares. It is not shareholder shall constitute the guarantee to the effect bring the Assembly, in accordance with the promised article 244 of the commercial code. TITLE IV. THE ORGAN OF THE ASSEMBLIES. TWENTY First: ordinary General Assembly shall meet once a year, within ninety (90) days from the closing of the financial year, prior notice published in a daily newspaper in the State, with five (5) days in advance at least with the object to be determined by article 275 of the current code-third, and any other purposes, provided that they are expressed in

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convened and will know only matters indicated in the own twenty third convocation: the extraordinary General Assembly, may be convened at the initiative expressed in writing and by a number of shareholders representing more than half of the share capital. FOUR twentieth: nevertheless calls under previous articles, the extraordinary General Assembly may be validly when they are represented in it a number of shareholders representing the whole of the share capital and in which case it does not require the corresponding invitation. TWENTY fifth: The ordinary or extraordinary Assembly is validly constituted to deliberate to be present or represented in a number of shareholders representing at least sixty percent (60%) of the share capital, and decisions shall be taken to the vote of shareholders representing at least the sixty percent (60%) of the capital, being without effect notwithstanding the commercial code current Article 280 also. Sixth twentieth: If not met the House on the day fixed in the invitation to apply provisions of the articles 274 276 of the code gives trade current depending on whether the ordinary or extraordinary, Assembly will be chaired by DIRECTOR General Manager of the company, who appoint a Secretary. VIGESIMA 7TH; Everything what happens in the Assembly to note paper records assemblies do bum do contain the Act to lift the requirements set out in the article 283 of the trade. TTTULO V BODY OF COMMISSIONERS. OVTAVA: The company will have a Commissioner, who can be shareholder or the company not appointed by the Assembly (annual general or special as appropriate, shall have the functions specified by the commercial code, the own do concerning day-to-day supervision on all operations of the company, do charge and lasts one (1) year bus functions, and may be re-elected title VI of the inventories, utilities, funds of reservation.) NINTH twentieth: The economic exercises of the company began the first of January of each year day and ended the day thirty-one of December of that year, and so on. [TRIGESIMA: final .at each year are cut accounts forming balance sheet with its account of profit and lost, and the inventory to determine as] the company's economic status and liquidate profits or lost year. FIRST TRIGESIMA: Any documentation referred to in the previous article pass available to the Commissioner, for the purposes of its report. SECOND TRIGESTMA: A copy of the balance sheet and the report of the Commissioner shall be available to shareholders are fifteen (15) days prior to the date referred to the conclusion of the ordinary General Assembly. TRIGESIMA third: .the utilities made the corresponding deductions and the

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be effective against presentation of titles in the company box or in a banking Institute designated by the Administraci6n. FOUR TRIGESTMA: Is fixed at ten percent (10%) of the amount of Social Capital reserve fund collapses to in the trade C6digo current article 262. For training, a fee of ten percent (10%) separated liquid profits until it Fund provided. Fifth TRIGESIMA: from the planned legal reserve fund in article 340, not be available but by Assembly resolution and its inversi6n should be made in accordance with the article 262 separate single trade current title VII of the provision and payment of the company code. Sixth TRIGESIMA: The dissolution and liquidation of the company shall be in accordance with the commercial code and the civil code, setting also as a cause of dissolution and liquidation of the company, the indefinite but approved paralysis of some of their social organs. Title VIII FINAL available TRIOESIMA seventh: Is appointed to integraci6n body Manager for a period of five (5) years, after the next date to MARIA ROSARIO VEGA DE COLINA, DIRECTOR General Manager JOSE RAMON COLTNA QIJINTERO SUB-DIRECTOR General Manager GASPAR ASARO LOMBARDO, older, Venezuelan, collegiate public accountant, head of the cedilla from identity # 5.203.454 C.P.C. 9.690, domiciled in the city of Merida. State of M6rida. COMMISSARY. TRIGESTMA octave: is sufficiently authorized the engineer JOSE COLINA QTTINTERO, SUB-DRTECTOR GEERENTE RAMON of this address, owner of the cedilla of identity no. 4.530.432, ask for and get this document registry for before the competent trade registry

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MERIDA, SIX (6) OF APRIL TWO THOUSAND UNU (2001) (FDOS.) JOSE RAMON HILL QUINTERO, ABOG. RAMON ACACIO GUTIERREZ GUTIERREZ ISSUED THIS COPY CERTIFIED FOR THEIR PUBLICATION IN ACCORDANCE WITH FORM B.: 327756

18/BET

ABOG. RAMON ACACIO GU IERREZ GUTIERREZ
LOGGER COMMERCIAL FIRST