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ACCOUNT NO. : 072100000032 REFERENCE: 764496 7218495 AUTHORIZATION : COST LIMIT : \$ 125.00 ORDER DATE : July 14, 2000 ORDER TIME : 9:51 AM ORDER NO. : 764496-005 CUSTOMER NO: 7218495 CUSTOMER: Mr. Thomas 7218495 Ryan Thomas Ryan 10385 Nw 69 Manor Pompano Beach, FL 33076 DOMESTIC FILING NAME: VISTA EDUCATION SERVICES LLC EFFECTIVE DATE: ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP XX___ ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: CERTIFIED COPY ___ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Pollye Janisse - EXT. 1154 EXAMINER'S INITIALS:

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

VISTA EDUCATION SERVICES LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

10385 NORTHWEST 69 MANOR, PARKLAND, FLORIDA 33076

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Corporation Service Company	
Name	₹*
1201 Hays Street	: 3 *
The side expect address (P.O. Box NOT acceptable)	23*2.2.2.***
Tallahassee FL 32301	
City, State, and Zip	'

Having been named as 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..

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested) Signature of a member or an authorized representative of a member.	10 JUL 21	SEORE TARY VISION OF C
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)	PM 3: 0	ED (OF STATE ORPORATION
LAURA R. DUNLAP Typed or printed name of signee		. SE

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FILING FEES: \$ 100.00 Filing Fee for Articles of Organization \$ 25.00 Designation of Registered Agent \$ 30.00 Certified Copy (OPTIONAL) \$ 5.00 Certificate of Status (OPTIONAL)

P.02

LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Company ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of VISTA EDUCATION SERVICES LLC

(the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this day of

Signature

Print Name of Signer

WITNESS:

Mucc

Print Name of Witness

WITNESS:

Signature

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