

Division of Corporations

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L01000001236

## Florida Department of State

Division of Corporations

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From:

Account Name : GRANT, FRIDKIN, PEARSON, ATHAN & CROWN, P.A.  
Account Number : 076402003516  
Phone : (941) 514-1000  
Fax Number : (941) 594-7313

## LIMITED LIABILITY COMPANY

BRIGHT BEGINNINGS LEARNING CENTER, LLC

Certificate of Status	1
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**ARTICLES OF ORGANIZATION**

**OF**

**BRIGHT BEGINNINGS LEARNING CENTER, LLC**

**ARTICLE I**

**NAME AND ADDRESS**

The name of this Limited Liability Company shall be **BRIGHT BEGINNINGS LEARNING CENTER, LLC** (the "Company"). The mailing address and street address of the principal office of the Company is 5176 Inagua Way, Florida 34119

**ARTICLE II**

**DURATION**

The Company shall exist perpetually until dissolved pursuant to a written agreement of all members of the Company or as provided by law.

**ARTICLE III**

**DESIGNATION OF REGISTERED AGENT**

The name and address of the registered agent and office of the Company shall be **PETER L. KEELEY, Esq.**, Grant, Fridkin, Pearson, Athan & Crown, P.A., Pelican Bay Corporate Centre, 5551 Ridgewood Drive, Suite 501, Naples, Florida 34108.

**ARTICLE IV**

**THE MEMBERS**

The sole member of the Company (hereafter the "Members") shall be:

Kristina Heitzman (Managing Member and Chief Executive Officer).

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Peter L. Keeley, Esquire  
Grant, Fridkin, Pearson, Athan & Crown, P.A.  
5551 Ridgewood Drive, Suite 501, Naples, FL 34108  
(941) 514-1000  
Florida Bar #0190616

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**ARTICLE V****MANAGEMENT OF COMPANY BUSINESS**

The conduct of the Company's day to day business shall be performed by Kristina Heitzman as the Company's Managing Member. The Managing Member shall have the authority to take all action deemed necessary or desirable by her for the daily operation of the Company, except as otherwise provided herein or in the Company's Operating Agreement.

**ARTICLE VI****ADDITIONAL MEMBERS**

The Members may admit additional members upon Certificate of Membership signed by the existing Members.

**ARTICLE VII****LIMITATIONS ON MEMBERS**

The Members shall not take any action on behalf of this Company that is prohibited by the Florida Limited Liability Company Act, or any action that requires consent of the other Members of the Company without first obtaining the prior written consent of all Members of the Company. Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no Member of the Company shall be an agent of the Company solely by virtue of being a member, and no Member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

**ARTICLE VIII****RIGHT TO CONTINUE BUSINESS OF COMPANY**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any Member of the Company, or upon the occurrence of any other event that terminates the continued membership of a Member in the Company, the remaining Member or Members shall have the right to continue the business of the Company in accordance with the terms and conditions of its Operating Agreement.

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**ARTICLE IX****AMENDMENTS**

These Articles may be amended from time to time by the written consent of all Members of the Company. The amendments shall be duly signed by a Member of this Company and filed with the Florida Department of State.

WITNESS, the hand of the undersigned authorized representative of the Managing Member and the Company this 23<sup>rd</sup> day of January, 2001.

  
PETER L. KEELEY  
AUTHORIZED REPRESENTATIVE

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**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent to accept service of process **BRIGHT BEGINNINGS LEARNING CENTER, L.L.C.**, at the place designated in these Articles of Organization, I state that I am familiar with and do hereby accept the appointment and obligation of registered agent and agree to comply with the laws of the State of Florida relating to the proper and complete performance of my duties.

  
PETER L. KEELEY, Esq.

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