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5 June 2001

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Students of The World, LLC

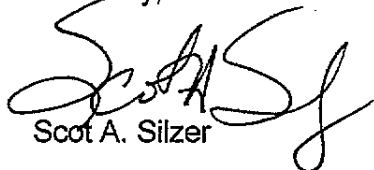
300004384139--5
-06/08/01--01093--009
****168.00 ****160.00

W81-13741

Enclosed for filing are the original and copy of Articles of Organization for the above limited liability company. Please place these of record with the State of Florida and return a certified copy to the above. Also enclosed is a check in the amount of \$168.00 to cover the pertinent fees.

Please contact me if there are any questions.

Sincerely,


Scot A. Silzer

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01 JUN 25 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mt
6/25



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 15, 2001

SCOT A SILZER
STE 3-1142
1155 SOUTH SEMORAN BLVD
WINTER PARK, FL 32792

SUBJECT: STUDENTS OF THE WORLD LLC
Ref. Number: W01000013741

We have received your document for STUDENTS OF THE WORLD LLC and your check(s) totaling \$168.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The company itself cannot be the manger or managing member.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6051.

Michael Mays
Document Specialist

Letter Number: 301A00036696

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF ORGANIZATION OF

Students of The World, LLC

A FLORIDA LIMITED LIABILITY COMPANY

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, hereby forms a Limited Liability Company under the laws of the State of Florida.

ARTICLE I. NAME AND ADDRESS

The name of the Limited Liability Company is Students of The World, LLC, with a principal office and mailing address of 8088 Roaring Creek, Kissimmee, FL 34747.

ARTICLE II. DURATION AND PURPOSE

The period of the Limited Liability Company's duration shall be perpetual. The purpose of the Limited Liability Company is to engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country or nation.

ARTICLE III. MEMBERS

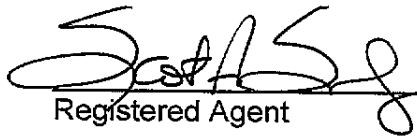
- A. The members shall have the right to admit additional members upon terms and conditions to be determined at a later date.
- B. The members shall have the right to continue the business of the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or an occurrence or any other event terminating the continued membership of a member of the Limited Liability Company.

ARTICLE IV. REGISTERED AGENT

- A. The name and address of the initial registered office and agent of this Limited Liability Company is Scot A. Silzer, 1155 S. Semoran Blvd, Suite 3-1142, Winter Park, FL 32792

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- B. The undersigned, having been named to accept service of process for **Students of The World, LLC** at the place designated in the Articles of Organization, hereby agree to act in this capacity. I also agree to comply with the provisions of all statutes pertaining to the proper and complete performance of my duties and am familiar with and accept the obligations of my position as Registered Agent as provided in Chapter 608, Florida Statutes.


Registered Agent

ARTICLE V. POWER AND AUTHORITY

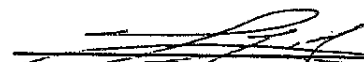
The Limited Liability Company shall have all the rights and powers now or hereafter conferred on Limited Liability Companies by the laws of the State of Florida.

ARTICLE VI. MANAGEMENT

The management of the Limited Liability Company is reserved to the following member:

Students of The World C.C. Morichal, Ave. El Paseo, Prados del Este, Piso 2, Of. 17,
Caracas - Venezuela (1808)

IN WITNESS WHEREOF, the undersigned Member of this Limited Liability Company, has executed these Articles of Organization, this 27th day of May, 2001, and in so doing affirms under penalty of perjury in accordance with Section 608.408(8), Florida Statutes, that the facts stated herein are true.


Jose Gregorio Sanchez
8088 Roaring Creek
Kissimmee, FL 34747

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