

**CORPORATE
ACCESS,
INC.**

LD1000011236

\$ 155.00

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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TALLAHASSEE, FLORIDA

**APPROVED
AND
FILED**

1.) **Emida Learning Systems, LLC**
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

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-07/11/01--01025--020
*****1240.00 ****155.00**

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

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ARTICLES OF ORGANIZATION
OF
EMIDA LEARNING SYSTEMS, LLC

ARTICLE I - Company Name:

The name of the Company is:

Emida Learning Systems, LLC

ARTICLE II - Commencement and Term of Existence:

The term of existence of the Company shall be for a period of thirty (30) years from the filing date of these Articles of Organization with the Department of State.

ARTICLE III - Mailing Address of Company:

The mailing address of this Company is:

c/o Marc H. Auerbach, Esq.
Kirkpatrick & Lockhart, LLP
201 S. Biscayne Blvd., Suite 200
Miami, Florida 33131

ARTICLE IV - Street Address of Company:

The street address of the principal office of the Company is:

848 Brickell Avenue
Suite 1200
Miami, Florida 33131

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ARTICLE V - Registered Agent and Registered Agent Address:

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

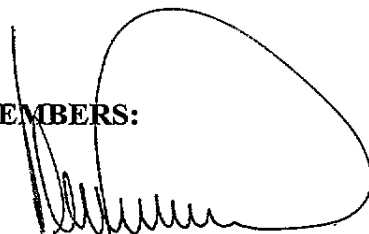
Marc H. Auerbach, Esq.
Kirkpatrick & Lockhart
201 S. Biscayne Blvd., Suite 2000
Miami, Florida 33131

ARTICLE VI - Management:

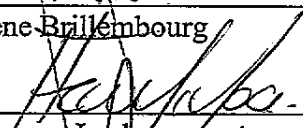
The Company shall be managed by managers.

IN WITNESS WHEREOF, the undersigned member has executed the foregoing Articles of Organization as of the 10th day of July, 2001.

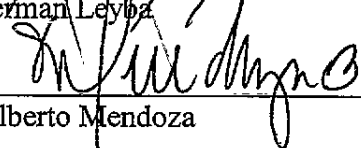
MEMBERS:



Rene Brillembourg



Herman Leyba



Gilberto Mendoza

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CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON WHOM SERVICE OF
PROCESS WITHIN THIS STATE MAY BE SERVED

The following is submitted pursuant to Section 608.415 of the Florida Statutes:

Having been appointed registered agent of EMIDA LEARNING SYSTEMS, LLC, in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.



Marc H. Auerbach, Esq.

Dated: July 3, 2001

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