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LIMITED LIABILITY COMPANY

FINANCIAL EDUCATION CENTER, LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
FINANCIAL EDUCATION CENTER, LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Act, Chapter 608, Florida Statutes (the "Act").

**ARTICLE I
NAME**

The name of this limited liability company is Financial Education Center, LLC (the "Company").

**ARTICLE II
ADDRESS**

The Company's mailing address and street address of the principal office of the Company is 7902 N.W. 36th Street, Suite 209, Miami, Florida 33166.

**ARTICLE III
DURATION**

The period of duration for the Company will be perpetual.

**ARTICLE IV
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is Ferdysac Marquez, and his address is 7902 N.W. 36th Street, Suite 209, Miami, Florida 33166.

**ARTICLE V
MANAGEMENT**

The Company will be a manager-managed company.

ADAM J. REISS, ESQ. FLA BAR #0182702
Adas Pearman, P.A.
350 East Las Olas Boulevard, Suite 1700
Fort Lauderdale, Florida 33301
Phone No.: (954) 763-1200

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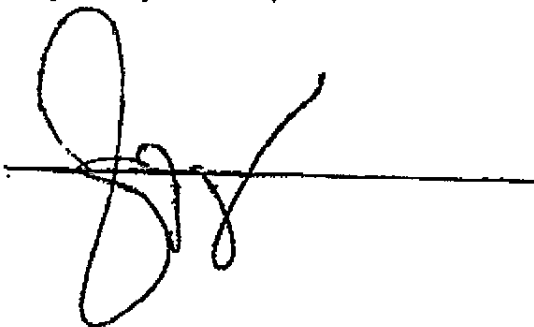
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The undersigned executed these Articles of Organization on this 19th day of December 2001.

Authorized Representative of the Members:

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

By: Ferdysac Marquez

A handwritten signature in black ink, appearing to read 'Ferdysac Marquez', is written over a horizontal line.

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**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is

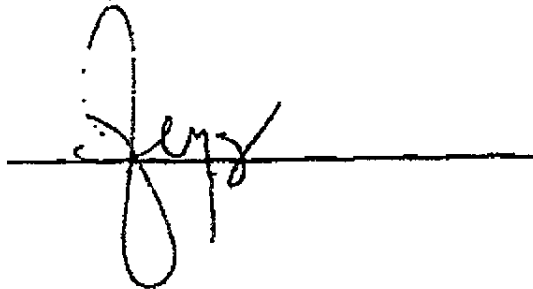
Financial Education Center, LLC

2. The name and the Florida address of the registered agent is:

Ferdysac Marquez at 7902 N.W. 36th Street, Suite 209, Miami, Florida 33186

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.

Ferdysac Marquez

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