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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. TIME 2 LEARN, LLC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
TIME 2 LEARN, LLC**

The undersigned, for the purposed of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, *Florida statutes*, hereby executes the following Articles Of Organization

ARTICLE I - NAME

The name of the Limited Liability Company is:

TIME 2 LEARN, LLC

ARTICLE II - ADDRESS

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

12010 SW 97th Street

Miami, Florida 33186

**ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE,
AND REGISTERED AGENT'S SIGNATURE**

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

ADOLFO E. IGLESIAS

13501 SW 128th Street

Suite 208

Miami, FL 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 as provided for in Chapter 608, *Florida statutes*.

EFFECTIVE DATE
6/21/04
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TALLAHASSEE, FLORIDA


Adolfo E. Iglesias, Registered Agent

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by the members and is, therefore a member managed company.

The initial Managing Member is:

ADRIANA C. IGLESIAS
12010 SW 97th Street
Miami, Florida 33186

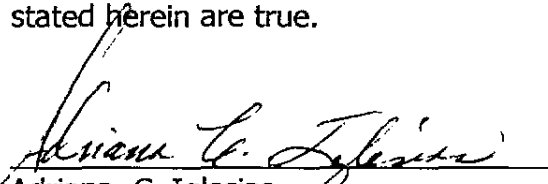
ARTICLE V - EFFECTIVE DATE

The effective date of the Limited Liability Company is June 21, 2004.

ARTICLE VI - PURPOSE

The Limited Liability Company may transact any and all lawful business for which Limited Liability Companies may be organized under the Florida Limited Liability Company Act.

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.


Adriana C. Iglesias
Managing Member