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From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053 Phone : (305)672-0686 Fax Number : (305)672-9110

LIMITED LIABILITY COMPANY

Successful Academics of Port St. Lucie, LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is: Successful Academics of Port St. Lucie, LLC

Article II. Address

The Company's street and mailing address is: Successful Academics of Port St. Lucie, LLC 1857 Port St. Lucie Blvd. Port St. Lucie FL 34952

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Mark Brechbill 215 South Federal Highway Suite 100 Stuart FL 34994



Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assigner was entitled, to the extent assigned.

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Article V. Management

This will be a manager-managed company. The name and address of each manager is:

MELINDA S. MEYER 1857 Port St. Lucie Blvd. Port St. Lucie FL 34952



Article VI. Company Existence

The Company's existence shall begin effective as of April 1, 2005.

The undersigned authorized representative of a member executed these Articles of Organization on April 1, 2005.

CORPORATÉ CREATIONS INTERNATIONAL INC.

Franco E. Cammarata Vice President and Counsel

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Successful Academics of Port St. Lucie, LLC

REGISTERED AGENT/OFFICE:

Mark Brechbill 215 South Federal Highway Suite 100 Stuart FL 34994

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

MARK BRECHBILL

by F.E. Cammarata as attorney-in-fact

Date: April 1, 2005

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