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FLORIDA/FOREIGN LIMITED LIABILITY CO.

the brightness minds' academy, llc

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EXAMINER

408000189193

(4)

**ARTICLES OF ORGANIZATION
FOR
THE BRIGHTEST MINDS' ACADEMY, LLC
A Florida Limited Liability Company**

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes, The Florida Limited Liability Company Act, and Chapter 621, does hereby adopt the following Articles of Organization for such Company:

ARTICLE I - NAME

The name of this company shall be THE BRIGHTEST MINDS' ACADEMY, LLC

ARTICLE II - DURATION

The term of existence of the Company shall be perpetual.

ARTICLE III - MAILING and STREET ADDRESS

The Mailing and Street Address of The Company is 360 E. Vine Street, Bartow, Florida 33830.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The Name and street address of the initial registered agent for this Company is as follows: Geraldine Williams, 360 E. Vine Street, Bartow, Florida 33830.

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

Additional Members may be admitted upon unanimous consent of the Members of the Company, upon the written application of such Member, in the manner set forth in the Operating Agreement of this Company and in accordance with applicable law.

Marvin Anthony & Associates
1692 Crystal Park Circle
Lakeland, FL 33801
863-327-6118

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TALLAHASSEE, FLORIDA

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ARTICLE VI - MANAGEMENT OF COMPANY

The Company is to be managed by its Members.

ARTICLE VII - AMEDMENT OF ARTICLES OF ORGANIZATION

Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of the State of Florida containing such terms and provisions consistent with Chapter 608, Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

ARTICLE VIII - TRANSFERABILITY OF MEMBERS' INTEREST

An Interest of a Member of this Company may be transferred or assigned only to such extent and in the manner provided in the Operating Agreement of the Company and in accordance with applicable law.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand
this 5th day of August 2008


GERALDINE WILLIAMS, a Member of the Company

STATEMENT OF REGISTERED AGENT

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Having been named as Registered Agent and to accept service of process for the above-stated limited liability Company, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with 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 in Chapter 608, Florida Statutes.


GERALDINE WILLIAMS

STATE OF FLORIDA
COUNTY OF POLK

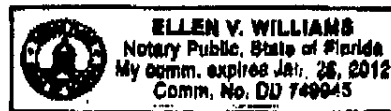
This foregoing instrument was acknowledged before me this 4th day of August 2008 by GERALDINE WILLIAMS, who is personally known to me or produced DAVID HENSE as identification.

(SEAL)


NOTARY PUBLIC

ELLEN V. WILLIAMS
Print Name of Notary

My commission Expires:



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