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Fax Number : (850) 617-6383

From:

Account Name : LATZO LEGAL ASSISTING

Account Number : I20030000094 Phone : (727) 639-1819

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

HAPPY DAYS ACADEMY 2, LLC

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H08000242151 3

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SECRETAR / OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

HAPPY DAYS ACADEMY 2, LLC

The undersigned, as the sole Member of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

ARTICLE I Name

The name of this Company shall be HAPPY DAYS ACADEMY 2, LLC.

ARTICLE II Place of Business

The principal place of business of this Company shall be 6552 – 84TH Avenue, North, Pinellas Park, Florida 33781, and such other place or places as may be designated by the members from time to time. The mailing address of this Company shall be 6881 – 40th Street, North, Pinellas Park, Florida 33781.

ARTICLE III Registered Agent and Office

The initial registered agent for this Company shall be Kanita Grozdanic, and the address of the registered agent for service of process shall be 6881 – 40th Street, North, Pinellas Park, Florida 33781.

This instrument was prepared by: Tami Lee Latzo, L.A. Latzo Legal Assisting 14955 Gulf Boulevard Suite 14 Madeira Beach, Florida 33708 727-639-1819 727-394-2775 Fax Tami@Latzo.com

H08000242151 3

ARTICLE IV Management of Business

The Company shall be Manager-Managed. The initial Manager of the company shall be Kanita Grozdanic.

The undersigned has executed these Arlicles of Organization this 23 day of October, 2008.

KANITA GROZDANIC, Sole Member

CERTIFICATE OF DESIGNATION AND ACCEPTANCE REGISTERED AGENT

The undersigned, having been named Registered Agent and designated to accept service of process for HAPPY DAYS ACADEMY 2, LLC, at 6681 – 40th Street, North, Pinellas Park, Florida 33781, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

KANITA GROZDANIC

Dated: October 33, 2008.

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