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FLORIDA LIMITED LIABILITY CO.  
British International School of Miami, LLC

Effective Date 11-19-10

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
British International School of Miami, LLC

### Article II. Address

The street and mailing address of the Company's initial principal office is:  
British International School of Miami, LLC  
110 Merrick Way, Suite 3A  
Coral Gables FL 33134

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410

### 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 assignor was entitled, to the extent assigned.

Louis Stinson, Jr., P.A.  
110 Merrick Way, Suite 3A  
Coral Gables FL 33134  
305-444-8807 x223

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

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

Ana Luisa Estrada Wallis  
445 Grand Bay Drive, Apt. 801  
Key Biscayne FL 33149

Eduardo Wallis Brandt  
445 Grand Bay Drive, Apt. 801  
Key Biscayne FL 33149


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Article VII. Company Existence

The Company's existence shall begin effective as of November 19, 2010.

The undersigned authorized representative of a member executed these Articles of Organization on November 22, 2010.

  
\_\_\_\_\_  
LOUIS STINSON, JR., P.A.

by Veronica Pacz as attorney-in-fact

Louis Stinson, Jr., P.A.  
110 Merrick Way, Suite 3A  
Coral Gables FL 33134  
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**STATEMENT OF REGISTERED AGENT**

**LIMITED LIABILITY COMPANY:**


**British International School of Miami, LLC**

**REGISTERED AGENT/OFFICE:**

**Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410  
UNITED STATES**

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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.

  
CORPORATE CREATIONS NETWORK INC.  
Veronica Paez, Special Secretary

Date: November 19, 2010.

Louis Stinson, Jr., P.A.  
110 Merrick Way, Suite 3A  
Coral Gables FL 33134  
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