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From: Account Name : LAZARUS CORPORATE FILING SERVICE, INC.
Account Number : 120000000019
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**FLORIDA LIMITED LIABILITY CO.
M.G.I. INSTITUTE, LLC**

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EXAMINER

April 11, 2012

LAZARUS CORPORATE FILING SERVICE, INC.

SUBJECT: M.G.I. INSTITUTE, LLC
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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

A business entity may not serve as its own registered agent. Please designate an individual or another business entity with an active registration or filing with this office, having a Florida street address identical with that of the registered office.

A business entity may not serve as its own manager or managing member. Please designate an individual or another business entity as your manager(s) or managing member(s).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Joey Bryan
Regulatory Specialist II

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Letter Number: 512A00011491

02/21/2030 01:14

Apr. 10. 2012 11:47AM

A. A CRESPO

#5050 P.003/006
No. 134V R. 4/0

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ARTICLES OF ORGANIZATION

OF

M.G.I. INSTITUTE, LLC

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TALLAHASSEE, FLORIDA

The Articles of Organization of a Limited Liability Company under Florida Statutes Chapter 608 are made and entered into as of the 10th day of April, 2012

ARTICLE I

NAME: The name of the Limited Liability Company is:

M.G.I. INSTITUTE, LLC

ARTICLE II

ADDRESS: The address of the company's principal office shall be:

**4100 N.W. 9TH STREET #200
MIAMI, FLORIDA 33126**

ARTICLE III

PURPOSE: In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

ANY AND ALL LAWFUL BUSINESS

ARTICLE IV

DURATION: The company shall be perpetual from the date hereof, unless earlier terminated in accordance with Florida Statutes Chapter 608 or as provided in the Operating Agreement adopted by the members.

(1)

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ARTICLE V

REGISTERED AGENT AND ADDRESS: The name and address
the registered agent is:

ANGEL O. VENTO
4100 N.W. 9TH STREET #200
MIAMI, FLORIDA 33126

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ARTICLE VI

MEMBERSHIP RESTRICTIONS: The members shall have the
right to admit new members, according to the provisions
set out in the Operating Agreement. Contributions required
of new members shall be determined as of the time of
admission to the limited liability company.

ARTICLE VII

CONTINUATION: Upon occurrence of an event listed in
Florida Statute 608.407 (1) (f), the then existing and/or
non bankrupt members may continue the business of the
company, if all agree to do so.

ARTICLE VIII

MANAGEMENT: The company shall be managed by its
designated manager until the first annual meeting of the
members or until a successor is elected and qualifies. The
designated manager name and address is as follows:

ANGEL O. VENTO
4100 N.W. 9TH STREET #200
MIAMI, FLORIDA 33126

ARTICLE IX

POWERS: All limited liability company powers shall be
exercised by or under the authority of, and the business
affairs of this limited liability company shall be managed
under the direction of, the members of this limited liability
company, subject to the provisions set out in the Operating
Agreement.

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ARTICLE X

CAPITAL CONTRIBUTION: Capital contributions, as determined by the members as set out in the Operating Agreement, will be made as required for investment purposes.

ARTICLE XI

REGULATIONS: The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulations and management of the affairs of the company.

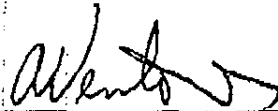
ARTICLE XII

TRANSFERABILITY: No member may transfer his, her or its interest in the company without the consent of the other members.

ARTICLE XIII

ARBITRATION: Dispute among members shall be settled by arbitration in Miami, Florida, pursuant to the rules and procedures of the American Arbitration Association.

The undersigned, being the initial subscribers of these Articles of Organization, for the purpose of forming a limited liability company, do make, subscribe, acknowledge, and file these Articles of Organization hereby declaring and certifying that the articles herein stated are correct.



ANGEL O. VIENTO

(3)

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NO. 124V T. 2/0

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507,
FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY
SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN
THE STATE OF FLORIDA.

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1. The name of the limited liability company is:

M.G.I. INSTITUTE, LLC

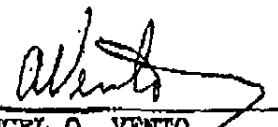
2. The name and address of the registered agent and
office is

ANGEL O. VENTO
4100 N.W. 9TH STREET #200
MIAMI, FLORIDA 33126

Having been named as registered agent and to accept services
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.

Dated as of this 10th day of April, 2012

Signed by:


ANGEL O. VENTO
REGISTERED AGENT

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