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FLORIDA LIMITED LIABILITY CO.  
BR SCHOOLS OF AMERICA LLC

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**ARTICLES OF ORGANIZATION  
OF  
BR SCHOOLS OF AMERICA LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Revised Limited Liability Company Act, pursuant to Chapter 605 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

**ARTICLE I.  
NAME**

The name of the limited liability company is BR Schools of America LLC (the "Company").

**ARTICLE II.  
MAILING AND STREET ADDRESS**

The mailing address and street address of the principal office of the Company shall be 1395 Brickell Avenue, Suite 720, Miami, Florida 33131.

**ARTICLE III.  
REGISTERED AGENT AND OFFICE**

The name of the registered agent and the street address of the registered office of the Company in the State of Florida is CFRA, LLC, a Florida limited liability company, 100 S. Ashley Drive, Suite 400, Tampa, Florida 33602.

**ARTICLE IV.  
MANAGEMENT**

The Company shall be a manager managed limited liability company and shall be managed in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The initial Manager of the Company shall be Antonio Carbonari Netto, 1395 Brickell Avenue, Suite 720, Miami, Florida 33131.


**ARTICLE V. AUTHORIZED REPRESENTATIVE**

The name and address of the authorized representative of the organizing member of the Company executing these articles of organization are:

<u>Name</u>	<u>Address</u>
Robert B. Macaulay	100 SE Second Street Suite 4200 Miami, Florida 33131

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IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization on this 21<sup>st</sup> day of July, 2015.

  
Robert B. Macaulay, Authorized  
Representative

### ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 21<sup>st</sup> day of July, 2015.

CFRA, LLC, a Florida limited liability company

By: Robert B. Macaulay  
Robert B. Macaulay, Authorized Representative

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