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# L15000121990

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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN  
BR SCHOOLS OF AMERICA LLC

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**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION OF  
BR SCHOOLS OF AMERICA LLC**

**First:** The Articles of Organization of BR Schools of America LLC were filed with the Florida Secretary of State on July 21, 2015 and assigned Document Number L15000121990.

**Second:** Such Articles of Organization (the "Articles") are hereby deleted in their entirety and Amended and Restated as follows:

**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**

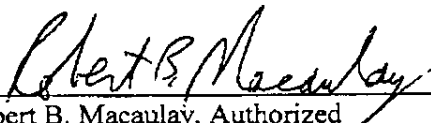
The Company shall be a manager managed limited liability company and shall be managed in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The initial Managers of the Company shall be:

|                         |   |   |
|-------------------------|---|---|
| Antonio Carbonari Netto | - | 1395 Brickell Avenue, Suite 720<br>Miami, Florida 33131 |
| Maria Elisa E Carbonari | - | 1395 Brickell Avenue, Suite 720<br>Miami, Florida 33131 |
| Francisco Ruiz          | - | 1395 Brickell Avenue, Suite 720<br>Miami, Florida 33131 |

These Amended and Restated Articles of Organization have been duly executed on the date set forth below by the Authorized Representative of the Company and are being filed in accordance with §605.0202, Florida Statutes. In accordance with the terms of §605.0202 and §605.0203 Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Amended and Restated Articles of Organization on this 30<sup>th</sup> day of July, 2015.

**BR SCHOOLS OF AMERICA LLC**

By:   
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 30<sup>th</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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