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SECRETARY OF STATE
TALLAHASSEE FLORIDAFlorida Department of State
Division of Corporations
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To:

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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FLORIDA PROFIT CORPORATION OR P.A.

BRICKELL VILLAGE MONTESSORI INTERNATIONALE SCHOOL, I

Certificate of Status	0
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ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S. (Not for Profit)

OF

SECRETARY OF STATE
TALLAHASSEE FLORIDA

BRICKELL VILLAGE MONTESSORI INTERNATIONALE SCHOOL, INC.

Article I - Name and Address

The name, address and principal place of business of this corporation is:

BRICKELL VILLAGE MONTESSORI INTERNATIONALE SCHOOL, INC.
2141 South Miami Ave
Miami, Florida 33129

Article II - Purpose

This corporation is organized for the purpose of operating a child day-care school.

Article III - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is:

2141 South Miami Avenue
Miami, Florida 33129

and the name of the initial registered agent of this corporation at such address is
FRANCISCO GODOY

Article IV - Incorporator

The name and address of the initial incorporator of this corporation is:

Francisco Godoy
2141 South Miami Avenue
Miami, Florida 33129

Article V - Board of Directors

The number of directors may be either increased or decreased from time to time as provided in the By-Laws but shall never be less than three. The manner in which the Directors are elected shall be set forth in the By-Laws.

This instrument prepared by:
Carlos M. Tomero, Esq.
FBN:967254
800 Claughton Isl. Dr. #503
Miami, FL 33133

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Article VI - Officers

The names of the initial officers of this corporation, who shall hold such office until their successor for such office shall have been duly elected and qualified, are:

President	Lisa Godoy
Vice President	Francisco Godoy
Secretary	Francisco Godoy
Treasurer	Lisa Godoy

Article VII - Indemnification

Section 1 - Right to Indemnification. The corporation hereby indemnifies each person (including the heirs, executors, administrators, or estate of such person) who is or was a director, officer, employee or agent of the corporation to the fullest extent permitted or authorized by current or future legislation or by current or future judicial or administrative decision (but, in the case of any future legislation or decision, only to the extent that it permits the corporation to provide broader indemnification rights than permitted prior to the legislation or decision), against all fines, liabilities, costs and expenses, including attorneys' fees, asserted against him or incurred by him in his capacity as a director, officer, agent, employee, or representative, or arising out of his status as a director, officer, agent, employee or representative. The foregoing right of indemnification shall not be exclusive of other rights to which those seeking an indemnification may be entitled. The corporation may maintain insurance, at its expense, to protect itself and all officers, directors, employees and agents against fines, liabilities, costs and expenses, whether or not the corporation would have the legal power to indemnify them directly against such liability.

Section 2 - Advances. Costs, charges and expenses (including attorneys' fees) incurred by a person referred to in Section 1 of this Article in defending a civil or criminal suit, action or proceeding shall be paid by the corporation in advance of the final disposition thereof upon receipt of an undertaking to repay all amounts advanced if it is ultimately determined that the person is not entitled to be indemnified by the corporation as authorized by this Article, and upon satisfaction of other conditions required by current or future legislation (but, with respect to future legislation, only to the extent that it provides conditions less burdensome than those previously provided).

Section 3 - Savings Clause. If this Article or any portion of it is invalidated on any ground by a court of competent jurisdiction, the corporation nevertheless indemnifies each person described in Section 1 of this Article to the fullest extent permitted by all portions of this Article that has not been invalidated and to the fullest extent permitted by law.

This instrument prepared by:
Carlos M. Tomero, Esq.
FBN:967254
800 Cloughdon Isl. Dr. #503
Naples, FL 34111

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IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation this 29 day of May, 2002.



Francisco Godoy
Incorporator

This instrument prepared by:
Carlos M. Torero, Esq.
FBN:967254
800 Claughton Isl. Dr. #503
Bldg. #1 92141

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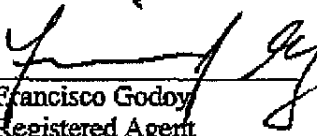
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ACCEPTANCE OF REGISTERED AGENT 02 MAY 30 PM 3: 27

----- SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Having been named to accept service of process for Brickell Village Montessori
Internationale School, Inc. at the place designated in the Articles of Incorporation, I hereby agree to act in
this capacity, and agree to comply with the provisions of Section 607.0505 Fla. Stat. (1997).

Dated this 29 day of May, 2002.


Francisco Godoy
Registered Agent

This instrument prepared by:
Carlos M. Toranzo, Esq.
FBN:967254
800 Cloughston Isl. Dr. 503
Miami, Florida 33121