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EFFECTIVE DATE

2-5-03

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2-12-03
[Signature]

LAWYERS IN USA

1900 WEST COMMERCIAL BOULEVARD FORT LAUDERDALE FLORIDA 33309

TEL 954 229 1780 FAX 954 661 1661

JUSTICE@LAWYERSINUSA.COM

TELECOPY - FAC SIMILE

FL 2003-02-05

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
409 E. GAINES STREET
TALLAHASSEE, FL 32399

RE: ECOLE FRANCAISE INCORPORATED

Enclosed is

1. The Articles of Incorporation (in one original and one copy) including the Certificate of Designation and Acceptance by Registered Agent/Registered Office
2. A check for: \$70.00 for filing fees
3. A stamped self addressed envelope for return of filed documents to our office.

We thank you in anticipation


GERARD CLAUDE ZAOU

Encl. 3

EFFECTIVE DATE
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ARTICLES OF INCORPORATION

OF

ECOLE FRANCAISE INCORPORATED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of FLORIDA in compliance with Chapter 617, F.S. (**NOT FOR PROFIT**).

ARTICLE I - NAME

The name of the corporation shall be

ECOLE FRANCAISE INCORPORATED

ARTICLE II – EFFECTIVE DATE OF EXISTENCE

The existence of the corporation shall begin on 2003 FEBRUARY 05

ARTICLE III - PRINCIPAL OFFICE

The principal place of business/mailling address is:

315 SE MIZNER BOULEVARD

SUITE # 211

BOCA RATON, FL 33432

ARTICLE IV - PURPOSE

The purpose for which this corporation is organized is TEACHING AND DIFFUSION OF FRENCH LANGUAGE. Additionally, this corporation may engage in or transact ANY AND ALL LAWFUL ACTIVITIES OR BUSINESS NOT FOR PECUNIARY PROFIT for any lawful purpose or purposes not specifically prohibited to corporations under the laws of the United States and of the State of Florida. Such purposes include, without limitation, charitable, benevolent, eleemosynary, educational, historical, civic, patriotic, political, religious, social, fraternal, literary, cultural, athletic, scientific, agricultural, horticultural, animal husbandry, and professional, commercial, industrial, or trade association purposes.

ARTICLE V - INITIAL OFFICERS/DIRECTORS

This corporation shall have a minimum of three Directors. A board of directors must consist of three or more individuals, in accordance with the provisions to be enunciated in the bylaws. The number of directors may be increased or decreased from time to time by amendment to the bylaws, but the corporation must never have fewer than three directors. Directors shall be elected or appointed in the manner and for the terms provided in the articles of incorporation or the bylaws.

ARTICLE VI - REGISTERED AGENT

NAME OF REGISTERED AGENT

Patricia RAINIER

ADDRESS OF REGISTERED AGENT:
2018 N.E. 17TH ST
APT # 12
FORT LAUDERDALE, FLORIDA 33305

ARTICLE VII - TERM OF EXISTENCE

This corporation shall exist perpetually

ARTICLE VIII - LIMITATION OF LIABILITY

All directors, stockholders and officers, in consideration for their services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by them in connection with any claim asserted or proceeding brought against them by reason of their being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, to the maximum extent permitted by law. The indemnification of each such person will be for any reasonable cost or expense in connection with the claim exposed by the person against whom the claim is made either for defense against the claim or for advice sought concerning the claim. The corporation will reimburse all such costs or expenses to any director, stockholder or officer.

ARTICLE IX - VALIDITY OF SELF DEALING TRANSACTIONS

RULE: No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any of the directors of the corporation is interested in a contract or transaction, or is director or officer of any other corporation or is in any way connected with such person or person's firm or corporation.

SCOPE OF THE RULE: All directors may be a party to, or may be interested in such contract, act or transaction. All persons who may become a director of the corporation are hereby relieved from any liability that might otherwise exist from their contracting with the corporation for the benefit of themselves or for the benefit of any firm, association or corporation in which they may be in any way interested. All directors of the corporation may be counted in determining the existence of a quorum at the meeting where the decision about such transactions is to be taken and may vote upon any transaction with the corporation.

LIMITS OF THE RULE: In order to benefit from the exemption of responsibility for self dealing in transactions where they have a special personal interest, directors will have to disclose the personal interest which they have in a such a transaction to all members present at the meeting of the board of directors where a decision about this specific transaction is to be made. This specific disclosure is not necessary if the fact was already known by the board of directors and all members thereof present.

ARTICLE X - INCORPORATOR

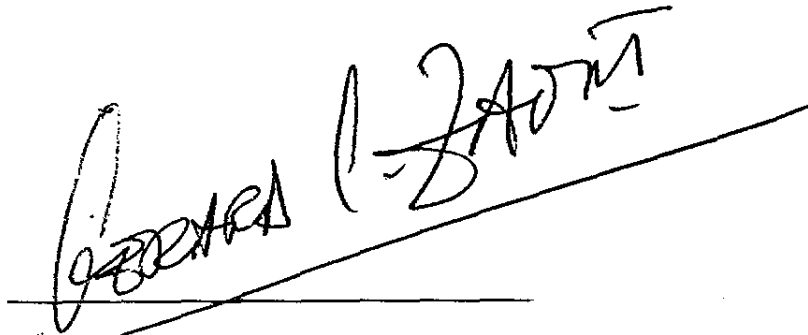
The incorporator subscribing to these Articles of Incorporation is
Gerard-Claude ZAOUÏ of LAWYERS IN USA

1900 W. COMMERCIAL BLVD
FORT LAUDERDALE
FLORIDA 33309

The undersigned has executed these articles of Incorporation in Florida, on

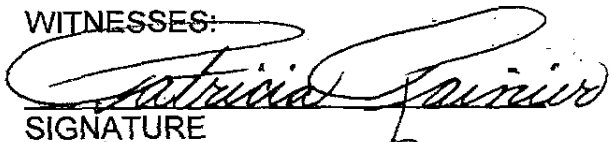
2008/02/25

SIGNATURE OF INCORPORATOR



INCORPORATOR
Gerard-Claude ZAOU
LAWYERS IN USA
1900 W. COMMERCIAL BLVD
FORT LAUDERDALE
FLORIDA 33309

WITNESSES:

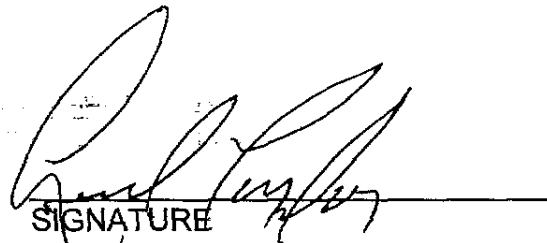


SIGNATURE

PATRICIA RAINIER
PRINTED NAME

2018 N.E. 17th #12
STREET ADDRESS

Ft. LAUDERDALE, FL 33305
CITY, STATE & ZIP



SIGNATURE

Leonard Taylor
PRINTED NAME

1900 W. Commercial Blvd
STREET ADDRESS

Ft. Lauderdale, FL 33309
CITY, STATE & ZIP

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

In compliance with Florida Statutes, the following is submitted

1. DESIGNATION OF REGISTERED AGENT

ECOLE FRANCAISE INCORPORATED, hereinafter the "stated corporation" has its principal office at the following address.

ADDRESS OF THE PRINCIPAL OFFICE

315 SE MIZNER BOULEVARD

BOCA RATON, FL 33432

The stated corporation, desiring to organize and qualify under the laws of the State of Florida, has named:

Patricia RAINIER

2018 N.E. 17TH ST, APT # 12

FORT LAUDERDALE, FLORIDA 33305,

As its agent to accept service of process within Florida,

2003/02/05
Date

Gerard-Claude ZAOU

INCORPORATOR

Gerard-Claude ZAOU

LAWYERS IN USA

1900 W. COMMERCIAL BLVD

FORT LAUDERDALE

FLORIDA 33309

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TALLAHASSEE, FLORIDA

2. ACCEPTANCE OF POSITION BY REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in the certificate, I hereby declare that I am familiar with the obligations of the position of Registered Agent. I accept the appointment as registered agent and agree to act in this capacity

2003/02/05
Date

Patricia Rainier

Signature of Registered Agent

Patricia RAINIER