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Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION

Village Montessori Day School, Inc.

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2001-1-16

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**ARTICLES OF INCORPORATION
OF
VILLAGE MONTESSORI DAY SCHOOL, INC.**

We, the undersigned, for the purpose of forming a corporation not for profit in accordance with Chapter 617, F.S. (The "Florida Not For Profit Corporation Act"), acknowledge and file these Articles of Incorporation in the office of the Secretary of State of the State of Florida:

ARTICLE I - NAME

The name of this corporation shall be: VILLAGE MONTESSORI DAY SCHOOL, INC. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 3508 Crystal View Ct, Miami, Florida 33133.

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is any and all lawful business relating to the education of children and teacher training.

ARTICLE IV - MANNER OF ELECTION

The manner in which the directors are elected or appointed: The directors will be initially appointed and will subsequently be elected by the Members at the annual meeting of the Members and shall serve until the next succeeding annual meeting and until their successors have been elected and qualified, pursuant to the Corporation's bylaws.

ARTICLE V - INITIAL DIRECTORS AND/OR OFFICERS

The names, addresses and titles of the directors and officers of the Corporation are:

<i>Name</i>	<i>Address</i>	<i>Title</i>
Joan Rodriguez Grau	3508 Crystal View Ct. Miami, Florida 33133	Director, President, Treasurer
James Matthew Malone	3508 Crystal View Ct. Miami, Florida 33133	Director, Vice President, Secretary

ARTICLE VI - BYLAWS

The Bylaws of the Corporation shall be adopted by the first Board of Directors, which Bylaws may be altered, amended or rescinded in accordance with the Bylaws at any duly called meeting of the Board of Directors of the Corporation.

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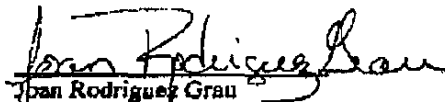
ARTICLE VII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Joan Rodriguez Grau
3508 Crystal View cr
Miami Florida 33133

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

Date: 01/12/ 2007


Joan Rodriguez Grau

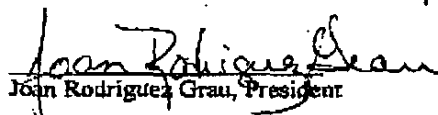
ARTICLE VIII - AMENDMENTS

Proposals for the alteration, amendment or rescission of these Articles of Incorporation shall be made by a majority of the Board of Directors or by a majority of the voting members. Such proposals shall set forth the proposed alteration, amendment or rescission, shall be in writing, shall be filed with the Secretary of the Corporation by the Board of Directors or by a majority of the voting members, and shall be delivered to the President, who shall thereupon call a special meeting of the Corporation not less than ten (10) days nor more than sixty (60) days from receipt of the proposed amendment, the notice for which shall be given in the manner provided in the Bylaws. An affirmative vote of a majority of the Board of Directors and an affirmative vote of a majority of the members of the Corporation shall be required for adoption of the requested alteration, amendment or rescission.

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify any person against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him, in connection with any proceeding or any settlement thereof, to which he may be a party, or in which he may be a party, or in which he may become involved by reason of his being or having been a director, officer, employee or agent of the Corporation, or serving or having served at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, at the time such expenses were incurred, except in such cases wherein such director officer, employee or agent is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the aforesaid right of indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such director, officer, employee or agent may be entitled. The Board of Directors may purchase liability insurance to insure all directors, officers, employees or agents, past or present, against all expenses and liabilities as set forth above. The premiums for such insurance shall be paid by the Corporation.

The undersigned has executed these Articles of Incorporation this 12 day of January 2007


Joan Rodriguez Grau, President

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