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FLORIDA PROFIT/NON PROFIT CORPORATION  
ENRICH LEARNING, INC.

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Fla. Bar # 0721808

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## ARTICLES OF INCORPORATION

OF

**ENRICH LEARNING, INC.**  
a Non-Profit Florida Corporation

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

### ARTICLE I

Name

The name of the corporation shall be: **ENRICH LEARNING, INC.**

### ARTICLE II

Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be:

Principal Address:  
8537 NW 7<sup>TH</sup> STREET  
MIAMI, FLORIDA 33126

Mailing Address:  
8537 NW 7<sup>TH</sup> STREET  
MIAMI, FLORIDA 33126

### ARTICLE III

Purpose(s)

The specific purpose(s) for which the corporation is organized and SPECIFICALLY ORIENTED to operate as follows:

a. The corporation is organized and shall operate for charitable, educational, and literary purposes as well as any other purposes as described under Section 501 (c)(3) of the Internal Revenue Code. This corporation may engage only in such activities which are

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permitted under Florida Law and the laws of the United States of America in furtherance of such exempt activities.

b. No income or principal of the corporation shall inure to the benefit of or be distributed to any individual in a fashion which would constitute an application of funds not within the purpose described in Section 501C(3) of the Internal Revenue Code. However, reimbursement of expenditures or compensation for reasonable services rendered to the corporation shall not be deemed to be a distribution of income or principal.

c. In the event of a dissolution of the corporation, no member, director or officer shall be entitled to any distribution of the corporation's property. Any and all proceeds and the balance of any monies or property still owned by the corporation at time of dissolution, after payment of any debts or obligations of the corporation shall be used or subject to Order of the Circuit Court of the State of Florida, as provided by law, exclusively to an organization or organizations which are themselves exempt or in any other manner appropriately distributed for public purposes.

#### **ARTICLE IV**

##### **Manner of election of directors**

The manner in which the board of directors are elected or appointed is as follow:

The board of directors shall be elected by the Member as provided in the By-Laws of the corporation.

#### **ARTICLE V**

##### **Initial Directors**

The initial Directors are as follows:

Liliana Leone	Address:	8537 NW 7 <sup>TH</sup> STREET MIAMI, FLORIDA 33126
Dante Leone	Address:	8537 NW 7 <sup>TH</sup> STREET MIAMI, FLORIDA 33126
Vicky Sanchez	Address:	8537 NW 7 <sup>TH</sup> STREET MIAMI, FLORIDA 33126

**ARTICLE VI**

**Limitation of corporate powers**

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited as follows: Not to engage, other than insubstantially, in activities that do not further an exempt purpose under the Internal Revenue Code and Treasury regulations.

**ARTICLE VII**

**Initial registered agent and street address**

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

**VICKY SANCHEZ  
8537 NW 7<sup>TH</sup> STREET  
MIAMI, FLORIDA 33126**

**ARTICLE VIII**

**Officers**

The initial officers of the corporation are as follows:

President:	Liliana Leone	Address:	<b>8537 NW 7<sup>TH</sup> STREET MIAMI, FLORIDA 33126</b>
Vice-President:	Dante Leone	Address:	<b>8537 NW 7<sup>TH</sup> STREET MIAMI, FLORIDA 33126</b>

**ARTICLE IX**

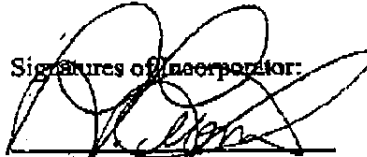
**Incorporator**

The name and the street address of the incorporator for these articles of incorporation is:

**LILIANA LEONE  
8537 NW 7<sup>TH</sup> STREET  
MIAMI, FLORIDA 33126**

The undersigned incorporator has executed these Articles of Incorporation this 27<sup>th</sup>  
day of August 20 12

Signature of incorporator:

A handwritten signature in black ink, appearing to read 'Liliana Leone', written over a horizontal line.

LILIANA LEONE

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA  
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE  
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT  
IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE  
STATE OF FLORIDA.

1. The name of the corporation is:

**ENRICH LEARNING, INC.**  
a Non-Profit Florida Corporation

2. The name and address of the registered agent and office is:

VICKY SANCHEZ  
(Name)

8537 NW 7<sup>TH</sup> STREET  
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

MIAMI, FLORIDA 33126  
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above  
stated corporation at the place designated in this certificate, I hereby accept the  
appointment as registered agent and agree to act in this capacity, I further agree to  
comply with the provisions of all statutes relating to the proper and complete  
performance of my duties, and I am familiar with and accept the obligations of my  
position as registered agent.

Vicky Sanchez  
(Signature)

8/27/10  
(Date)

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