

Charter Number Only

POWERED BY 15251

VALUATION ONLY


Requestor's Name _____
 Address _____
 City _____ State _____ ZIP _____ Phone _____

CORPORATION(S) NAME

100003133641--4
 -02/14/00--01013--011
 *****70.00 *****70.00

DHM Language school, Inc.

RECEIVED
 00 FEB 14 AM 9:40
 DIVISION OF STATE
 CORPORATIONS
 TALLAHASSEE, FLORIDA


 Empire Toll Free: 1-800-432-3028

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W.P. Verifier

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 00 FEB 14 AM 10:17
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

MATTHEW F. LUPARDO, P.A.

ATTORNEY AT LAW

MEMBER NEW YORK AND FLORIDA BARS

LAKE WELLINGTON PROFESSIONAL CENTRE
12230 FOREST HILL BOULEVARD
SUITE 102
WELLINGTON, FLORIDA 33414

TELEPHONE (561) 227-1569
FACSIMILE (561) 227-1510

February 10, 2000

Florida Secretary of State
Division of Corporations
P.O. Box 6327
The Capitol Building, Room 2001
Tallahassee, Florida 32314

Re: DHM Language School, Inc.

Dear Sir or Madam:

Enclosed please find an original and two (2) copies of the Articles of Incorporation of the above-referenced corporation, and Certificate of Registered Agent for the above referenced corporation.

Additionally, enclosed is my check number 1018, in the amount of \$70.00, representing the cost of incorporating. Please forward a conformed copy of the Articles to the attention of the undersigned.

Thank you for your prompt attention to this matter.

Sincerely,


Matthew F. Lupardo

ARTICLES OF INCORPORATION
OF
DHM LANGUAGE SCHOOL, INC.

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00 FEB 14 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE ONE: The name of the corporation is DHM LANGUAGE SCHOOL, INC.

ARTICLE TWO: The duration of the corporation is perpetual.

ARTICLE THREE: The general purpose for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any trade or business for any lawful purpose.

ARTICLE FOUR: The aggregate number of shares which the corporation is authorized to issue is ONE HUNDRED (100). Such shares shall be of single class, and shall have a par value of One and no/hundredths (\$1.00) Dollar per share.

ARTICLE FIVE: The street address of the initial principal office of the corporation is 6346 Bengal Circle, Boynton Beach, FL 33437, and the name of its initial registered agent is Robin Kaye, at the same address.

ARTICLE SIX: The number of directors constituting the initial board of directors of the corporation is one (1). The name and address of the person who is to serve as a member of the initial board of directors is: Robin Kaye, 6346 Bengal Circle, Boynton Beach, FL 33437.

ARTICLE SEVEN: The name and address of the Incorporator is: Robin Kaye, 6346 Bengal Circle, Boynton Beach, FL 33437.

ARTICLE EIGHT: The Articles of Incorporation may be amended in the manner provided by law.

EXECUTED by the undersigned at West Palm Beach, Florida, this 08 day of Feb, 2000.


ROBIN KAYE

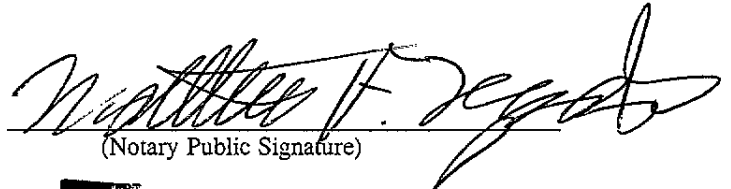
STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared ROBIN KAYE

personally known to me, or
 has produced _____ as identification

and who, being duly sworn, executed the foregoing instrument and acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 8th day of February, 2000.


(Notary Public Signature)

Matthew F. Lupardo
Commission # CC 831834
Expires May 2, 2003
(Printed Name)
Bonded thru
Atlantic Bonding Co., Inc.

My Commission Expires: 5/2/03

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT DHM LANGUAGE SCHOOL, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT 6346 BENGAL CIRCLE, BOYNTON BEACH, STATE OF FLORIDA, HAS NAMED ROBIN KAYE, 6346 BENGAL CIRCLE, BOYNTON BEACH, FLORIDA 33437, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


ROBIN KAYE
INCORPORATOR

DATE: 02-08-, 2000

ACKNOWLEDGMENT OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.


ROBIN KAYE
REGISTERED AGENT

DATE: 02-08-, 2000

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00 FEB 14 AM 10:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA