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Division of Corporations

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Florida Department of State
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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)541-3694
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FLORIDA PROFIT CORPORATION OR P.A.
COMMUNICATION AND LEARNING DISABILITY CENTER, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

COMMUNICATION AND LEARNING DISABILITY CENTER, INC.

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.

ARTICLE I - NAME

The name of the corporation shall be:

COMMUNICATION AND LEARNING DISABILITY CENTER, INC.

The principal place of business of this corporation shall be 870 S. Ocean Blvd., Palm Beach, Florida 33480

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock \$1 per value per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 870 S. Ocean Blvd., Palm Beach, Florida 33480, and the name of the initial registered agent of the corporation at that address is Luz Marina Griffin.

Prepared by:
Maria de los Angeles Torres, Esq.
175 Fontainebleau Blvd. # 2-G-8
Miami, FL 33172 - (305) 552-9793
Bar No.: 0108553

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ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - OFFICERS AND DIRECTORS

This corporation shall have two officers and two directors, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until their successors are appointed are:

Luz Marina Griffin	438 Concha Dr.
President/Dir.	Sebastian, Florida 32958

Sandra Patricia Martinez	870 S. Ocean Blvd.
Secretary/Dir.	Palm Beach, FL 33480

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Luz Marina Griffin
438 Concha Dr.
Sebastian, Florida ~~33480~~ 32958

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13th day of March, 2000.


Incorporator

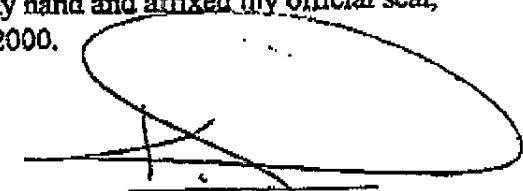
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STATE OF FLORIDA)
COUNTY OF PALM BEACH)

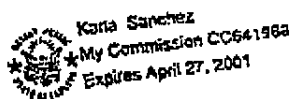
BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Luz Marina Griffin, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me he executed the same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 13th day of March, 2000.



Notary Public

My commission expires:



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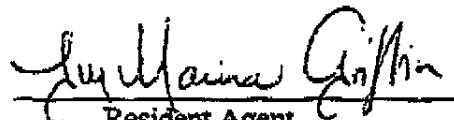
**CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCEEDS MAY BE SERVED**

WITNESSETH:

That Communication and Learning Disability Center, Inc. desiring to organize under the laws of the State of Florida, which will have its principal office in the county of Palm Beach, State of Florida, has appointed Luz Marina Griffin/870 S. Ocean Blvd., Palm Beach, FL 33480 as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named by the first Board of Directors to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 13th day of March, 2000.


Resident Agent

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