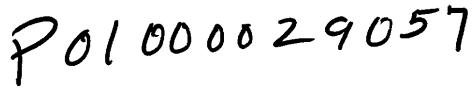
Page I of I



Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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FLORIDA PROFIT CORPORATION OR P.A.

KID'S PIME, INC.

CREATE 2 LEARN, INC

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March 6, 2001

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H01-24014

Articles of Incorporation

Article 1: Name of Corporation: CREATE 2 LEARN, INC.

Address of Corporation: 1407 SAINT GABRIELLE LANE #3311 WESTON, FLORIDA 33326

Article 2: Capital Stock: The number of shares which the corporation has authorized

to be outstanding at any one time is 1,000, with a par value of \$1,000.

Article 3: REGISTERED AGENT: ENRIQUE AGUERREVERRE

REGISTERED OFFICE: 1407 SAINT GABRIELLE LANE # 3311
WESTON, FLORIDA 33326

*I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).

First listed is President, Second is Vice President, then Secretary/Treasurer.

1. ENRIQUE AGUERREVERRE, 1407 SAINT GABRIELLE LANE, WESTON, FLORIDA 33326

2. ARMANDO ATENCIO, 16161 SOUTHWEST 3RD STREET, PEMBROKE PINES, FLORIDA 33027

3. ESTHER MOLKO, 16161 SOUTHWEST 3RD STREET, PEMBROKE PINES, FLORIDA 33027

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

RANDY HERNANDEZ 1107 SOUTHWEST 119 COURT MIAMI, FLORIDA 33184

In witness whereof, I have subscribed my name:

Signature of Incorporator

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