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Florida Department of State
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To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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Becky

DOMESTICATION

almeda educational services, inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$120.00

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CERTIFICATE OF DOMESTICATION

The undersigned, Mary Ann Lozy, President
(Name) (Title)

of Almeda Educational Services, Inc. a foreign Corporation,
(Corporation Name)
in accordance with F.S., 607.1801 does hereby certify:

1. The date on which corporation was first formed was May 17, 2001.
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was Connecticut.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Almeda Educational Services, Inc..
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Almeda Educational Services, Inc..
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was Connecticut.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Mary Ann Lozy, of Delray Beach, FL
and am authorized to sign this certificate of Domestication on behalf of the corporation and have done so this the 2 day of November, 2001.

Mary Ann Lozy
(Authorized Signature)

Filing Fee:

Certificate of Domestication
Articles of Incorporation and Certified Copy
Total to domesticate and file

\$50.00	→	50.00
378.75		70.00
328.75		
		120.00

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**ARTICLES OF INCORPORATION
OF
ALMEDA EDUCATIONAL SERVICES, INC.**

THE UNDERSIGNED Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

ALMEDA EDUCATIONAL SERVICES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be :
**3275 W. HILLSBORO BLVD. #207
DEERFIELD BEACH, FL 33442**

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV INCORPORATOR

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):
**ANTHONY G. COLEMAN, JR.
3275 W. HILLSBORO BLVD. #207
DEERFIELD BEACH, FL 33442**

ARTICLE V INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by an amendment of the by-laws but shall never be less than one (1). The names and addresses of the initial Board of Directors are:

**DEBRA WARNER
MARY ANN LOZY
3275 W. HILLSBORO BLVD. #207
DEERFIELD BEACH, FL 33442**

These Articles of Incorporation Prepared By:
**ANTHONY G. COLEMAN, JR., Esq.
3275 West Hillsboro Boulevard Suite 207
Deerfield Beach, Florida 33442
(954) 354-2785
Florida Bar Number 368563**

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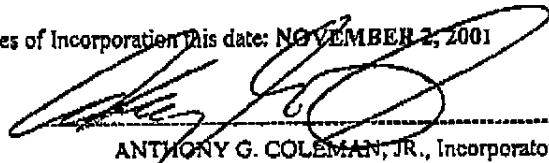
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ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name(s) and address of the initial registered agent is:

ANTHONY G. COLEMAN, JR.
 3275 W. HILLSBORO BLVD. #207
 DEERFIELD BEACH, FL 33442

The undersigned has (have) executed these Articles of Incorporation this date: NOVEMBER 2, 2001



ANTHONY G. COLEMAN, JR., Incorporator

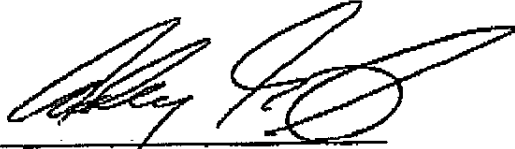
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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: **ALMEDA EDUCATIONAL SERVICES, INC.**

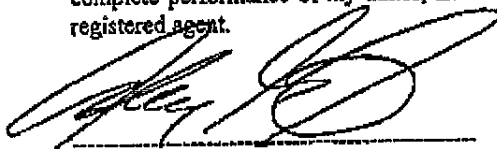
2. The name and address of the registered agent and office is:

ANTHONY G. COLEMAN, JR.
 3275 W. HILLSBORO BLVD. #207
 DEERFIELD BEACH, FL 33442

SIGNATURE 
 TITLE: INCORPORATOR

DATE: NOVEMBER 2, 2001

Having been named Registered Agent 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.



Registered Agent

NOVEMBER 2, 2001

Date

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