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Division of Corporations

Fax Number

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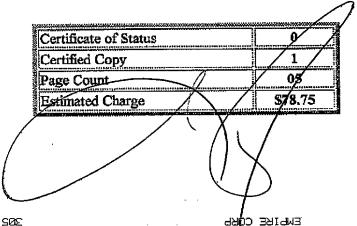
: EMPIRE CORPORATE KIT COMPANY Account Name

Account Number: 072450003255 : (305)634-3694 Phone Fax Number

: (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

people's learning solu



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MAY-16-2002 12:10

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ARTICLES OF INCORPORATION

PEOPLE'S LEARNING CENTER INC.

ARTICLE I NAME

The name of corporation is:

PEOPLE'S LEARNING CENTER, INC.

ARTICLE II
PRINCIPAL OFFICE
The mailing address of this corporation is:

4143 SW 74 CT SUITE G MIAMI, FL 33155

ARTICLE III PURPOSE

The corporation is organized for the transaction
Of any and all lawful business for which a corporation may be
Incorporated under the laws of the state of Florida.

ARTICLE IV CAPITAL STOCK

The capital stock authorized the par value thereof And the characteristic of such stock shall be as follow:

Number of Share Authorized Par Value/ Share Class of Stock

100 \$1.00 Common

This instrument was prepared by: Ana Rodriguez, Accountant 1890SW 57 Ave. Suite 107 Miami, Fl 33155 (305) 267-1926

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ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually from the date.

These article are subscribed to the provisions of the Florida Statutes.

Section 607.167.

ARTICLE VI DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be changed from time to time in accordance with the bylaws adopted by director, but the number shall never be less than one (1) The name and street address of the initial directors of the corporation are:

JULIO F. VEREA 6341 COWPEN RD MIAMI LAKE, FL 33014

ARTICLE VII INCORPORATOR

The name and street address of the Incorporator is

JULIO F. VEREA 6341 COWPEN RD MIAMI LAKE, FL 33014

ARTICLE VIII PREEMPTIVE RIGHT

Every shareholder, upon the sale for each of any new
Stock of this corporation of the same kind, class or series as that
which he already holds, shall have the right to purchase his pro rata
share thereof (as nearly as may be done without issuance of fractional
share) at the price at which it is offered to others.

ARTICLE IX CUMULATIVE VOTING

At each election for directors, cumulative voting as set forth in Florida Statues Section 607.097 (4) shall be allowed, provided ten (10) days' notice in writing be given the secretary of the company by the shareholders desiring cumulative voting.

ARTICLE X INDEMNIFICATION

This Corporation shall indemnify and may advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

ARTICLE XI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is JULIO F. VEREA 6341 COWPEN RD. MIAMI LAKES, FL 33014
pursuant to the Florida Statutes Section 607.0505. The registered agent shall also serve as resident agent pursuant to the Florida Statutes Section 48.091.

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process the above stated corporation at the place Designated at Article VI, I hereby accept appointment and agree to comply with the Provisions and all statutes relating to the proper and complete performance of my Duties, and I am familiar and have accepted the obligation of my position as provided in Florida Section 607.0505.

Registered Agent
JULIO F. VEREA

IN WITNESS WHEREOF; the undersigned, being the Incorporate name above for the Purpose of forming a cooperation pursuant to the Florida Business Corporation pursuant To Florida has signed these Articles of Incorporation this 14 day of May 2002.

NCORPORATOR JULIO F. VEREA

STATE OF FLORIDA) SS: COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledge before me this day May 14

by JULIO F. VEREA personally know to me or who produced the following Identification FL DRIVER LIC

My commission expires:

Notary Public for State of Florida at Parge

ANA RODRIGUEZ

ANAJ RODRIGUEZ
MY COMMISSION (100 748792
EXPIRES: June 7, 2002

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