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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

CREATIVE MINDS LEARNING CENTER, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
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ARTICLES OF INCORPORATION
FOR
CREATIVE MINDS LEARNING CENTER, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is CREATIVE MINDS LEARNING CENTER, INC.

ARTICLE TWO

The duration of the corporation shall be perpetual.

ARTICLE THREE

The purpose of the corporation is to engage in any and all lawful business permitted pursuant to the laws of Florida.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 100 shares. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE FIVE

The corporations's principal address and the registered office address are the same. The address is:

CREATIVE MINDS LEARNING CENTER, INC.
3545 SW 139 AVENUE
MIAMI, FL 33175



TERESA T. RAMOS

ARTICLE SIX

The number of directors constituting the initial board of directors of the corporation is one. The name and address of each person who is to serve as a member of the initial board of directors is:

TERESA T. RAMOS
3545 SW 139 AVENUE
MIAMI, FL. 33175



TERESA T. RAMOS

ARTICLE SEVEN

The name and address of the incorporator is:

TERESA T. RAMOS
3545 SW 139 AVENUE
MIAMI, FL. 33175

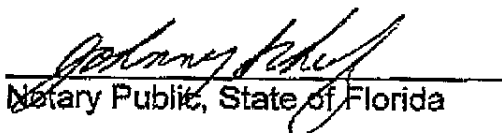
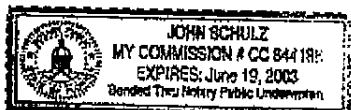


TERESA T. RAMOS

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me on the
13TH of SEPTEMBER, 2002, by TERESA T. RAMOS

My Commission Expires:


Notary Public, State of Florida

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TALLAHASSEE, FLORIDA

CONSENT OF REGISTERED AGENT

The undersigned, having been named and designated as Resident Agent for the corporation CREATIVE MINDS LEARNING CENTER, INC. at the incorporation, accepts the designation.



TERESA T. RAMOS