

FROM : MAV CORPORATE SERVICES

FAX NO. : 954-966-5273

Oct. 03 2002 10:10AM P1
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Division of Corporations

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Account Name : M.A.V. CORPORATE SERVICES
Account Number : I20000000007
Phone : (954) 989-4530
Fax Number : (954) 966-5273

FLORIDA PROFIT CORPORATION OR P.A.

AUDREY'S LEARNING CENTER, INC.

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FROM : MAU CORPORATE SERVICES

FAX NO. : 954-966-5273

Oct. 03 2002 10:11AM P2

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ARTICLES OF INCORPORATION

OF

AUDREY'S LEARNING CENTER, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

AUDREY'S LEARNING CENTER, INC.

The principal place of business of this corporation shall be:

460 S.W. 92 AVENUE, MIAMI FL 33174

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: **ONE HUNDRED (100)**

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is(are):

LOURDES CAMPOS 460 S.W. 92 AVENUE MIAMI FL 33174

AGUEDA R. TREJO 460 S.W. 92 AVENE MIAMI FL 33174

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Oct. 03 2002 10:11AM P4

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ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to these articles of incorporation is(are):

LOURDES CAMPOS 460 S.W. 92 AVENUE, MIAMI FL 33174

AGUEDA R. TREJO 460 S.W. 92 AVENUE, MIAMI FL 33174

IN WITNESS WHEREOF, the undersigned incorporator(s) has have executed these Articles of Incorporation this 2ND. day of OCTOBER, 19 2002.

Signature(s) of Incorporator(s)

LOURDES CAMPOS

AGUEDA R. TREJO

STATE OF FLORIDA
COUNTY OF

MIAMI-DADE

THE FOREGOING instrument was acknowledged and sworn to before me this 2ND. day of OCTOBER, 2002, by LOURDES CAMPOS AND AGUEDA R. TREJO (Name of Incorporator)

of AUDREY'S LEARNING CENTER, INC.

(Name of Corporation)

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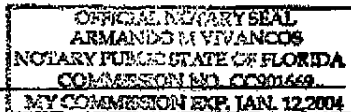


(SEAL)

OFFICIAL NOTARY SEAL
ARMANDO M. VIVANCO

Notary Public

My Commission Expires:



ARTICLES OF INCORPORATION

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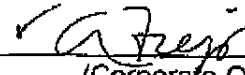
**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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: AUDREY'S LEARNING CENTER, INC.

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

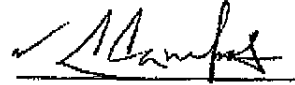
LOURDES CAMPOS460 S.W. 92 AVENUE(P. O. BOX NOT ACCEPTABLE)MIAMI FL 33174(CITY/STATE/ZIP)

SIGNATURE 
(Corporate Officer)

TITLE SECRETARY/DIRECTOR

DATE OCTOBER 2, 2002

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE 
(Registered Agent)

DATE OCTOBER 2, 2002

REGISTERED AGENT

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