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SECRETARY OF STATE
TALLAHASSEE FLORIDA

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Learning Smart Resources, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Winifred Gilbert Dugue
Name (Printed or typed)

5901 SW 32 Street
Address

Miami, FL 33155
City, State & Zip

305-661-9024
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
LEARNING SMART RESOURCES, INC.**

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TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby for a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 – NAME

The name of the Corporation is Learning Smart Resources, Inc., (hereinafter, "Corporation").

ARTICLE 2 – PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 – PRINCIPLE OFFICE

The address of the principal office of this Corporation is 5901 SW 32nd Street Miami, Florida, 33155 and the mailing address is the same.

ARTICLE 4 – INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Alexander Duque
5901 SW 32nd Street
Miami, FL 33155

ARTICLE 5 – DIRECTORS/OFFICERS

President: Winifred G. Duque (5901 S.W. 32nd Street Miami, FL 33155)
Vice-President: Mildred Martinez Suarez (10352 S.W. 14th Street Miami FL 33174)
Secretary: Mildred Martinez Suarez (same as above)
Treasurer: Winifred G. Duque (same as above)

ARTICLE 6 – CORPORATE CAPITALIZATION

The maximum number of shares that this Corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) SHARES of common stock, each share having a par value of ONE DOLLAR (\$1.00).

No holders of shares of stock shall have any preemptive right to subscribe to or purchase any additional shares or any bonds; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock, confer and preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

ARTICLE 7 – POWER OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 8 – TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 9 – REGISTERED OWNER (S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim etc, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 10 – REGISTERED OFFICE AND REGISTERED AGENT

The address of registered office of this Corporation is 5901 SW 32nd Street Miami, FL 33155. The name of the registered agent is Alexander Duque who resides at the same address.

ARTICLE 11- BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Director(s) equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.


ARTICLE 12 – EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 13 – AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this November 11, 2002.


Alexander Duque, Incorporator

11/11/02
Date

ACCEPTANCE OF REGISTERED AGENT DESIGNED IN ARTICLES OF INCORPORATION

Alexander Duque, having been named as registered agent to accept service of process for the above stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Alexander Duque, Registered Agent

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TALLAHASSEE FLORIDA

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