

P02000/32891

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

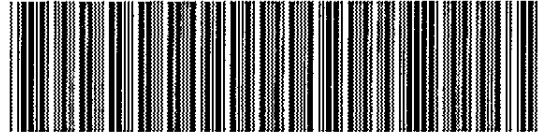
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100009555251

FILED

02 DEC 19 PM 3:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

02 DEC 19 AM 11:42

CLERK OF THE STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

✓ g12/11



ACCOUNT NO. : 072100000032

REFERENCE : 864153 7355948

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 87.50

ORDER DATE : December 19, 2002

ORDER TIME : 10:01 AM

ORDER NO. : 864153-005

CUSTOMER NO: 7355948

CUSTOMER: Maria E. Acosta, Paralegal
Arthur J. Furia, P.a.

Suite 1105, Suite 1105
800 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: AMBILINGUAL-BAY HARBOR, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: _____

**ARTICLES OF INCORPORATION
OF
AMBILINGUAL – BAY HARBOR, INC.**

The undersigned, desiring to form a corporation pursuant to the laws of the State of Florida, hereby makes and files with the Department of State these Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is Ambilingual – Bay Harbor, Inc. ("Corporation").

ARTICLE II

Address

1111 Kane Concourse
Suite 509
Bay Harbor, FL 33154

ARTICLE III

Commencement of Existence

The existence of the Corporation will commence upon the filing of these Articles with the Office of the Secretary of State of Florida.

ARTICLE IV

Purpose

The purpose for which this Corporation if formed is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE V

Powers

This Corporation shall have the power to carry out any and all of its purposes, and said powers shall include, but not be limited to, the powers granted under the laws of the State of Florida.

ARTICLE VI

Capital Stock

This Corporation shall have authority to issue 1,000 shares of Common Stock having a par value of \$.01 per share.

FILED
02 DEC 19 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII
Principal Office

The address of the principal office and mailing address of the Corporation are 1111 Kane Concourse, Suite 509, Bay Harbor, FL 33154.

ARTICLE VIII
Initial Registered Agent

The street address of the Corporation's initial registered office is 800 Brickell Avenue, Suite 1105, Miami, Florida 33131, and the name of its initial registered agent ("Registered Agent") at such office is Arthur J. Furia, P.A. d/b/a Furia Law Firm.

ARTICLE IX
Initial Board of Directors

Initially, the Corporation shall have one (1) director ("Directors"). The number of Directors may be increased or decreased from time to time, as provided by the bylaws of the Corporation ("Bylaws"), but shall never be less than one. The name and street address of the initial Director is:

<u>Name</u>	<u>Address</u>
Vivian Topp Klein	1111 Kane Concourse, Suite 509, Bay Harbor, FL 33154

ARTICLE X
Incorporator

The name of the incorporator ("Incorporator") is Craig A. Jaslow and the address of the Incorporator is 800 Brickell Avenue, Suite 1105, Miami, Florida 33131.

ARTICLE XI
Indemnification

Every person who now is or hereafter shall be a Director or officer of the Corporation shall be indemnified by the Corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him/her in connection with, or resulting from, any action, suit or proceedings of whatever nature, to which he/she is or shall be made a party by reason of his/her being or having been a Director or officer of the Corporation at the time he/she is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him/her) except in relation to matters as to which he/she shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of his/her duties as

such Director/officer. The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled as a matter of law.

ARTICLE XII

Bylaws

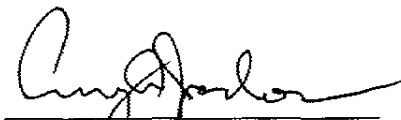
The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders of the Corporation.

ARTICLE XIII

Amendments

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner prescribed by law, and all rights herein conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on this 16th day of December, 2002.


Craig A. Jaslow, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of Ambilingual – Bay Harbor, Inc, hereby accepts such designation and is familiar with, and accepts the obligations of such position, as provided in Florida Statutes §607.0501.

Arthur J. Furia, P.A. d/b/a Furia Law Firm

By: Arthur J. Furia, P.A.
Arthur J. Furia, President

FILED
02 DEC 19 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA