

**Electronic Articles of Incorporation
For**

P05000068628
FILED
May 06, 2005
Sec. Of State
jshivers

EDUCATIONAL RESOURCES CENTER OF U.S.A., INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

EDUCATIONAL RESOURCES CENTER OF U.S.A., INC.

Article II

The principal place of business address:

2701 LE JEUNE ROAD
SUITE 407
CORAL GABLES, FL. 33134

The mailing address of the corporation is:

2701 LE JEUNE ROAD
SUITE 407
CORAL GABLES, FL. 33134

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

GASTON R ALVAREZ ESQ
2701 LE JEUNE ROAD
407
CORAL GABLES, FL. 33134

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: GASTON R. ALVAREZ

Article VI

The name and address of the incorporator is:

JUAN C. LEY
2701 LE JEUNE ROAD
SUITE 407
CORAL GABLES, FLORIDA 33134

Incorporator Signature: JUAN C. LEY

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PSTD
JUAN C LEY
2701 LE JEUNE ROAD, STE. 407
CORAL GABLES, FL. 33134

Article VIII

The effective date for this corporation shall be:

05/06/2005