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

From:  
Account Name : HUNTON & WILLIAMS  
Account Number : I20000000236  
Phone : (305) 810-2542  
Fax Number : (305) 810-2460

*Please note the Articles  
of Organization of  
Adolfo Ibanez School of  
Management, LLC.  
(L05000070126)  
have been amended  
as of today to  
change its name  
to Adolfo Ibanez  
School of Management  
USA, LLC.  
Thank you!*

**FLORIDA PROFIT CORPORATION OR P.A.**

**Adolfo Ibanez School of Management, Inc.**

Certificate of Status	0
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Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION  
OF**

**ADOLFO IBANEZ SCHOOL OF MANAGEMENT, INC.**

Pursuant to Chapter 607 of the Florida Statutes (the "Florida Business Corporation Act"), the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I - NAME**

The name of the corporation is Adolfo Ibanez School of Management, Inc. (hereinafter called the "Corporation").

**ARTICLE II - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office and mailing address of the Corporation is c/o Hunton & Williams LLP, 1111 Brickell Avenue, Suite 2500, Miami, Florida 33131.

**ARTICLE III - PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, with a par value of \$0.01.

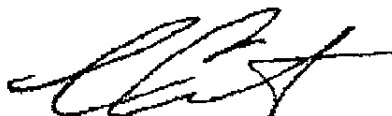
**ARTICLE V - INITIAL REGISTERED AGENT**

The initial registered agent of the Corporation is Enrique J. Martin. The Florida street address of the initial registered agent of the company is c/o Hunton & Williams LLP, 1111 Brickell Avenue, Suite 2500, Miami, Florida 33131.

**ARTICLE VI - INCORPORATOR**

The name and address of the incorporator is Enrique J. Martin, c/o Hunton & Williams LLP, 1111 Brickell Avenue, Suite 2500, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 17th day of October, 2005.



Enrique J. Martin, Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

**WITNESSETH:**

That Adolfo Ibanez School of Management, Inc., desiring to organize under the laws of the State of Florida, has named Enrique J. Martin, located at c/o Hunton & Williams LLP, 1111 Brickell Avenue, Suite 2500, Miami, Florida 33131, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

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 am familiar with, and accept the duties and obligations of a registered agent outlined in Section 607.0505, Florida Statutes.

Dated this 17th day of October, 2005.

**REGISTERED AGENT:**

By:   
Name: Enrique J. Martin

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