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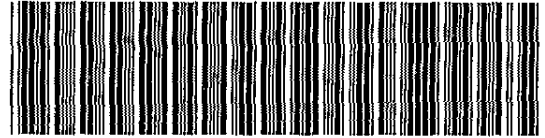
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TALLAHASSEE FLORIDA

2/2/06

Law Office Of

RHONDA A. ANDERSON, P.A.

2701 LeJeune Road
Suite 345
Coral Gables, Florida 33134

Telephone: (305) 567-3004
Facsimile: (305) 476-9837
E-Mail: rhoander@bellsouth.net

February 3, 2006

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

Sent U.S. Mail

Re: ADVANTAGE LEARNING CENTER.

Dear Whom it may concern:

Enclosed herewith please find the Articles of Incorporation of Advantage Learning Center to be filed. In addition, please find check made payable to Florida Dept of State for same.

If you have any questions, please feel free to call me.

Very truly yours,



Lebny Zamora, Assistant to
RHONDA A. ANDERSON, ESQ.

/ljz
enclosures

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TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

February 10, 2006

RHONDA A. ANDERSON, ESQ.
2701 LEJEUNE ROAD
SUITE 345
CORAL GABLES, FL 33134

SUBJECT: ADVANTAGE LEARNING CENTER
Ref. Number: W06000006657

We have received your document for ADVANTAGE LEARNING CENTER and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filing Section

Letter Number: 906A00009908

**ARTICLES OF INCORPORATION
OF
ADVANTAGE LEARNING CENTER, INC.**

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2006 FEB 16 AM 10:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I

The name of the corporation shall be: Advantage Learning Center, Inc.

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation shall be: 7950 NW 155 Street, Suite 101 B, Miami, Florida 33178.

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue are 100 shares having an individual par value of \$10.00. Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and Florida street address of the initial Registered Agent of this corporation shall be:

Rhonda A. Anderson, Esq.
2701 S. LeJeune Road
Suite 345
Coral Gables, Florida 33134

ARTICLE VII

The name and address of the initial board of directors shall be:

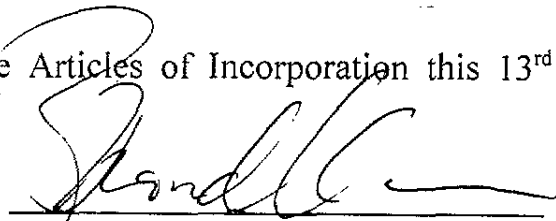
Rhonda A. Anderson, President
Rhonda A. Anderson, Vice President
Rhonda A. Anderson, Secretary Treasurer
2701 S. LeJeune Road
Suite 345
Coral Gables, Florida 33134

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

Rhonda A. Anderson, Esq.
2701 S. LeJeune Road
Suite 345
Coral Gables, Florida 33134

The undersigned has executed these Articles of Incorporation this 13rd day of February, 2006.


Rhonda A. Anderson, Esq.
INCORPORATOR

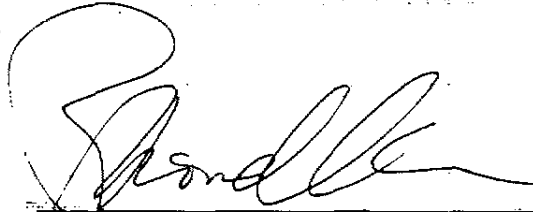
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

ADVANTAGE LEARNING CENTER, INC.

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

February 13, 2006

DATED



RHONDA. A. ANDERSON, ESQ.
REGISTERED AGENT

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TALLAHASSEE FLORIDA