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Division of Corporations

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PAGE 01  
Page 1 of 1

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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**A-CAM EDUCATION & RESEARCH CORP.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
A-CAM EDUCATION & RESEARCH CORP.**

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION, A NATURAL PERSON COMPETENT TO CONTRACT, HEREBY ORGANIZES AND INCORPORATES A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

**ARTICLE I. NAME**

THE NAME OF THE CORPORATION IS A-CAM EDUCATION & RESEARCH CORP.

**ARTICLE II. PRINCIPAL OFFICE**

THE MAILING ADDRESS OF THE CORPORATION SHALL BE:

12410 SW 114 TERRACE  
MIAMI, FLORIDA 33186

**ARTICLE III. PURPOSE**

THIS CORPORATION MAY ENGAGE IN THE TRANSACTION OF ANY OR ALL LAWFULL BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE FLORIDA GENERAL CORPORATION ACT.

**ARTICLE IV. CAPITAL STOCK**

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS 100 SHARES OF COMMON STOCK HAVING NOMINAL OR PAR VALUE OF \$1.00 PER SHARE.

**ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT**

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS 12410 SW 114 TERRACE MIAMI, FLORIDA 33186 AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THE ADDRESS IS MIGUEL A. CISNEROS-ABREU.

**ARTICLE VI. INITIAL BOARD OF DIRECTORS**

THE CORPORATION SHALL HAVE INITIALLY ONE DIRECTOR TO HOLD OFFICE UNTIL THE FIRST ANNUAL MEETING OF STOCKHOLDERS AND HIS SUCCESSOR SHALL HAVE BEEN DULY EXECUTED AND QUALIFIED, OR UNTIL HIS EARLIER RESIGNATION, REMOVAL FROM OFFICE OR DEATH. THE NUMBER

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OF DIRECTORS MAY BE EITHER INCREASED OR DECREASED FROM TIME TO TIME IN ACCORDANCE WITH THE BY-LAWS OF THE CORPORATION. THE NAME AND ADDRESS OF THE INITIAL DIRECTORS IS:

PRESIDENT - MIGUEL A. CISNEROS-ABREU  
12410 SW 114 TERRACE  
MIAMI, FLORIDA 33186

VICE-PRESIDENT - MIGUEL A. CISNEROS-ABREU  
12410 SW 114 TERRACE  
MIAMI, FLORIDA 33186

SECRETARY - MIGUEL A. CISNEROS-ABREU  
12410 SW 114 TERRACE  
MIAMI, FLORIDA 33186

TREASURER - MIGUEL A. CISNEROS-ABREU  
12410 SW 114 TERRACE  
MIAMI, FLORIDA 33186

#### ARTICLE VII INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR SIGNING THESE ARTICLES IS:

MIGUEL A. CISNEROS-ABREU  
12410 SW 114 TERRACE  
MIAMI, FLORIDA 33186

#### ARTICLE VII PRE-EMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION SHALL HAVE THE RIGHT TO PURCHASE HIS PRORATA SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IS OFFERED TO OTHERS.

#### ARTICLE IX INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICERS, OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY IT TO THE STOCKHOLDERS AND APPROVED AT THE STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON, UNLESS ALL THE DIRECTORS AND ALL THE STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION

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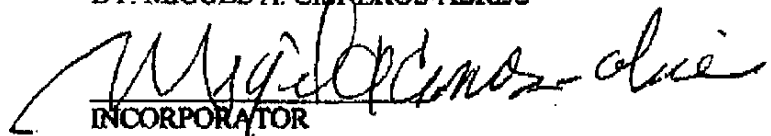
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THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE  
MADE. SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS  
EXECUTED THESE ARTICLES OF INCORPORATION ON THE DATE OF SIGNING.

DATED Dec 5, 2006

BY: MIGUEL A. CISNEROS-ABREU

  
INCORPORATOR

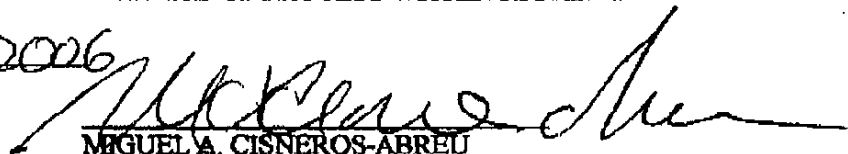
ARTICLE X. AMENDMENTS

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS  
MAY BE SERVED.

IN COMPLIANCE WITH SECTION 307.0501, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST THAT A-CAM EDUCATION & RESEARCH CORP., DESIRING TO  
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, HAS  
NAMED MIGUEL A. CISNEROS-ABREU, 12410 SW 114 TERRACE, MIAMI, FLORIDA  
33186, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

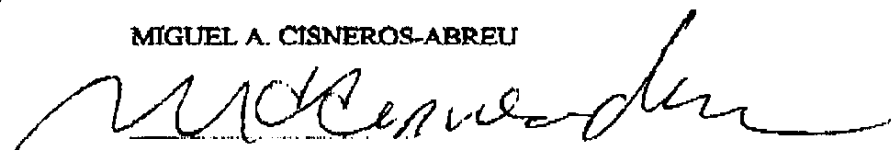
DATED: Dec 5, 2006

  
MIGUEL A. CISNEROS-ABREU

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. I FURTHER AGREE TO COMPLY  
WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND  
ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATED: Dec 5, 2006

MIGUEL A. CISNEROS-ABREU



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