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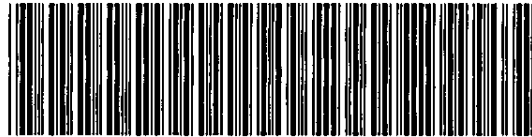
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Effective Date

01/19/07

07 JAN 26 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

B. McKnight JAN 29 2007

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

A PROFIT CORPORATION
NOTE: FILING ARTICLES OF INCORPORATION FOR
REGINA ROBINSON-THOMPSON CONSULTING CORPORATION
COVER LETTER

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

SUBJECT: REGINA ROBINSON-THOMPSON CONSULTING CORPORATION
Enclosed are an original and one (1) copy of the articles of incorporation

CUS

PLEASE RETURN STAMPED COPY TO

Betty J. Gilmore
Name: Documents Center Inc.
Address: 4050 North West 35th Way,
City: Lauderdale Lakes, Florida 33309
State: Florida
Daytime Telephone number: 754-234-9545

**ARTICLES OF INCORPORATION
FOR
REGINA ROBINSON-THOMPSON CONSULTING CORPORATION**

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE I

NAME

The name of the corporation shall be REGINA ROBINSON-THOMPSON
CONSULTING CORPORATION (Hereinafter, "CORPORATION")

Effective Date

01/19/07

ARTICLE II-

PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida; This Corporation shall perform the duties of:

- Requisition and purchase of educational supplies
- Wholesale Purchasing for clients
- Locating and establishing suitable quarters for the housing of educational facilities for clients.
- Establishing and writing curriculum
- Provide one on one curriculum evaluations
- Provide educational diagnostic evaluations
- Provide educational competency evaluations
- Transitional Reading Activities
- Providing age appropriate birthday celebrations
- Providing age equivalent classroom activities
- Provide holistic family evaluations that promote educational soundness and interaction among the family
- Provide an on call pool for substitute teachers and day care workers
- Provide community activities that promote educational strength and partnerships
- Provide educational health and wellness programs to the community
- Serve as an educational consultant to school advisors
- Provide and establish a board of educational advisors.
- Internet Sales on services and curriculum
- Contract Sales and Purchases for clients
- Establishing of Franchises
- Sales and Franchise and single business acquisition

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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A Not for Profit Florida Corporation**

- Local and foreign expansion and venues for selling products of REGINA ROBINSON-THOMPSON CONSULTING CORPORATION
- The production, manufacturing, assembling of personal and customized products of REGINA ROBINSON-THOMPSON CONSULTING CORPORATION
- Acceptance of partnerships that will advance the sales and distributorship of products for creative education
- Soliciting or offering the sale of partnerships and endorsements to select individual, companies, schools, mall outlets, retail stores and wholesale suppliers.
- Provide collaboration opportunities to educational facilities.
- Provide sub-prime lending opportunities as well as traditional and non-conforming loan opportunities to those wishing to open franchises and individual stores promoting and selling personalized and customized products of REGINA ROBINSON-THOMPSON CONSULTING CORPORATION

ARTICLE III

PRINCIPAL OFFICE

The principal place of business/ mailing address is:
17520 North West 27th Ct.
Miami Gardens, Florida 333056

ARTICLE IV

DURATION

The Incorporation shall be perpetual from the date of filing these articles of incorporation unless the Incorporation is sooner dissolved. The dissolution of a membership or officer or partner, shall not constitute grounds for the dissolution of the corporation.

The company shall dissolve membership of any officer who:

1. Any member or partner who is suspected of any wrongful doings against the organized purpose of the incorporation.
2. Any member or partner who is suspected of committing fraud or convicted of fraud or embezzlement against the organization or any of its members

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ARTICLE V

SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this incorporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the incorporation and transferability of the shares of stock of the incorporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the incorporation. Initially one (1) share of stock will be authorized for this incorporation.

ARTICLE VI

POWERS OF CORPORATION

The incorporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE VII

CORPORATE CAPITALIZATION

7.1 Upon expansion and the viability of this incorporation the maximum number of shares that this Incorporation will be authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00),

7.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which shareholders have the right to vote.

7.3 All holders of shares of common stock, upon the dissolution of the incorporation, shall be entitled to receive the appropriate net assets worth the value of any outstanding stock at the time of dissolution of the incorporation.

7.4 No holder of shares of stock of any class shall have any preemptive right to subscribe

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A Not for Profit Florida Corporation

to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided however, that the President may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the President may deem advisable in connection with such issuance.

7.5 The President, may authorize the issuance from time to time of shares of its Stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the President may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the incorporation

7.6 The President of the incorporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE VIII

SUB-CHAPTER S CORPORATION

Upon expansion and the financial viability of this incorporation, the incorporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

8.1 Upon the acceptance of members and shareholders, the shareholders of this incorporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

8.2 If this incorporation should decide to make the election to become an S Corporation, none of the shareholders of the Corporation, without the written consent of all the shareholders of the Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub- chapter S of the Internal Revenue Code of 1986, as amended.

8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

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The incorporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the incorporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the officers of this incorporation.

The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the incorporation shall apply when such persons are serving at the incorporation's request while a director, officer, employee or agent of the incorporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic incorporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the incorporation.

The incorporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the incorporation who is a party to a proceeding in advance of final disposition of the proceeding.

The incorporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the incorporation, whether or not the incorporation would have power to indemnify the individual against the same liability under the law.

All references in, these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees, expenses to any person who is or was a director, officer, employee or agent of the incorporation or the ability of the incorporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner.

If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

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ARTICLE IX

REGISTERED OWNERS

The Incorporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the incorporation as the owner thereto; for all purposes, and except as may be agreed in writing by the incorporation, the corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the incorporation shall have notice thereof.

ARTICLE X

BYLAWS

The President of the incorporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the incorporation.

ARTICLE XI

AMENDMENT

The incorporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto; in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation

ARTICLE XII

INDEMNIFICATION

The incorporation shall indemnify a director or officer of the incorporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the incorporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding.

**ARTICLES OF INCORPORATION
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ARTICLE XIII

EFFECTIVE DATE

These Articles of corporation shall be effective five days (5) prior to the processing and approval of the Secretary of State, State of Florida.

ARTICLE XIV

REGISTERED AGENT AND OFFICE

The name of the registered agent shall be:
Documents Center Inc.
4050 North West 35th Way
Lauderdale Lakes, Florida 33309

ARTICLE XV

INITIAL OFFICERS AND/OR DIRECTORS

President
REGINA ROBINSON-THOMPSON
17520 North West 27th Ct.
Miami Gardens, Florida 33056

Vice President:
Jabrina W. Thompson
309 South West 12th Ave.
Dania Beach, Florida 33004

Secretary:
Panella Cross
504 Phippen Road #2
Dania Beach, Florida 33004

Treasurer
Henry W. Thompson
17520 North West 27th Ct.
Miami Gardens, Florida 33056

**ARTICLES OF INCORPORATION
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ARTICLE XVI

INCORPORATOR

The name and address of the Incorporator is:
REGINA ROBINSON-THOMPSON
17520 North West 27th Ct.
Miami Gardens, Florida 33056

SIGNATURE PAGE

In WITNESS WHEREOF, for the purposes of stating the Articles of Incorporation of this incorporation under the laws of the State of Florida the undersigned has executed these Stated Articles of Incorporation this 08th. Day of January 2007.

Signature/Incorporator Regina Robinson-Thompson
REGINA ROBINSON-THOMPSON
President/Founder

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent, and agree to act in this capacity.

Signature of Registered Agent Documents Center Inc.

Betty J. Gilmore
Betty J. Gilmore

07 JAN 26 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED