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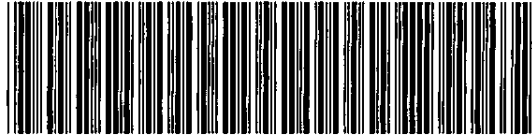
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CESAR KUDJA
CERTIFIED PUBLIC ACCOUNTANT

8253 West 14th Court, Hialeah, Florida 33014

Tel.(305) 823-6111 * Fax(305) 823-7904

May 08, 2008

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

Re: New filing(for profit)
Florida Corporation

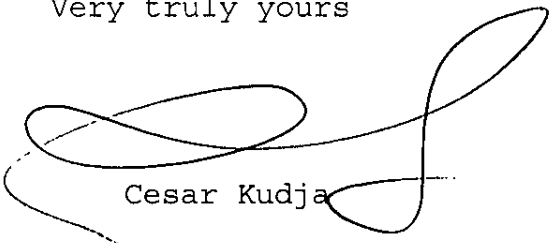
Gentlemen:

Enclosed please find the "The Articles Of Incorporation" of Iudicello Entrprises, Inc., together with our check No. 1946 in the amount of \$ 78.75; to cover the filing fees of this new corporation.

Would you please mail the Articles certified copy to the above address.

Thank you for your considerate attention.

Very truly yours


Cesar Kudja

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08 MAY 12 AM 8:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
IUDICELLO ENTERPRISES, INC.

THE UNDERSIGNED, have executed the following document for the purpose of forming the above named Corporation under the laws of the State of Florida and as incorporators hereby adopt the following articles of incorporation:

ARTICLE I
NAME

The name of the Corporation shall be:
Iudicello Enterprises, Inc.

ARTICLE II
DURATION

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE III
CORPORATE PURPOSE

The corporation is being organized to engage in tutoring as well as in the transaction of any and all other lawful businesses permitted under the laws of the UNITED STATES OF AMERICA and the STATE OF FLORIDA.

ARTICLE IV
CAPITAL STRUCTURE

The aggregate number of shares which the corporation shall have the authority to issue is the total sum of ONE THOUSAND (1000) shares of \$1.00 par value each. 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 V
INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office, and the name of the initial resident agent of this corporation shall be:

Elsa P. Iudicello
3745 SW 62 CT
Miami, FL 33155

ARTICLE VI
CORPORATION PLACE OF BUSINESS

The principal place of business for the corporation shall be:
3745 SW 62 CT
Miami, FL 33155

The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII
INITIAL BOARD OF DIRECTORS AND OFFICERS

The initial Board of Directors shall consist of a total of two persons, who need not be residents of the State of Florida or shareholders of the corporation. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one.

The name(s) and address of these persons who are to serve as initial directors are:

Elsa P. Iudicello
3745 SW 62 CT
Miami, FL 33155

Jeffrey J. Iudicello
3745 SW 62 CT
Miami, FL 33155

The names of the first officers of the corporation, to hold office until their successors are elected are:

Elsa P. Iudicello : President & Treasurer
Jeffrey J. Iudicello : V.P. & Secretary

ARTICLE VIII
RESTRICTION ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

<u>NAME</u>	<u>No. of Shares</u>	<u>Consideration</u>
Elsa P. Iudicello	500	\$ 500.00
Jeffrey J. Iudicello	500	\$ 500.00

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation.

ARTICLE IX
BY-LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and Shareholders.

ARTICLE X
INDEMNIFICATION

To the full extent permitted by law, the corporation shall indemnify each person made or threatened to be made a party to any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative or investigative (including, one in the right of the corporation to procure judgement in its favor) by reason of the fact that he or his testator or intestate, is or was director, officer, employee or agent of the corporation or served any other corporation, partnership, joint venture, trust, or other enterprise in any capacity, at the request of the corporation.

ARTICLE XI
INCORPORATORS


The name and address of the Incorporators executing this Articles of Incorporation is :

Elsa P. Iudicello
3745 SW 62 CT
Miami, FL 33155

Jeffrey J. Iudicello
3745 SW 62 CT
Miami, FL 33155

IN WITNESS WHEREOF, the undersigned incorporators have made and subscribed of these Articles of Incorporation at Miami, Florida, on this 8 th. day of May, 2008.

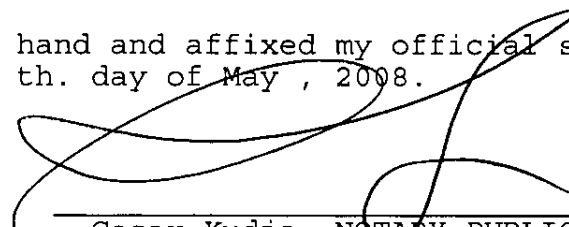

Jeffrey J. Iudicello, Incorporator


Elsa P. Iudicello, Incorporator

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME, a notary public, authorized to take acknowledgements in the State and County set forth above, personally appeared Elsa P. Iudicello and Jeffrey J. Iudicello, known to me to be the persons who executed the foregoing Articles of Incorporation of Iudicello Enterprises, Inc. and who are described in said certificate as incorporators of said corporation and they acknowledged before me that they executed the same for the purpose herein expressed, and that the facts stated therein are true and correct.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal, in the State and County aforesaid, this 8 th. day of May, 2008.


Cesar Kudja, NOTARY PUBLIC
State of Florida at large

My commission expires:



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

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

First: That Iudicello Enterprises, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business as indicated in the Articles of Incorporation, at the City of Miami, County of Miami-Dade, State of Florida, has named its agent to accept service of process within the State the following individual:

Elsa P. Iudicello
3745 SW 62 CT
Miami, FL 33155


Jeffrey J. Iudicello, V.P.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act, relative to keeping open said office.

Signed this 8 th. day of May, 2008.


Elsa P. Iudicello

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TALLAHASSEE, FLORIDA