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**FLORIDA PROFIT/NON PROFIT CORPORATION
MIAMI PRIVATE TUTORS, INC.**

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ARTICLES OF INCORPORATION

OF

MIAMI PRIVATE TUTORS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

MIAMI PRIVATE TUTORS, INC.

ARTICLE II

The principal place of business of this corporation shall be:

**9700 South Dixie Highway 1030
Miami, Florida 33156**

ARTICLE III

This corporation may engage in or transact any of all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

Myron M. Samole
Samole Berger & Hicks, P.A.
9700 S. Dixie Highway
Suite 1030
Miami, FL 33156
Fla Bar No. 323527

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ARTICLE IV

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 SHARES OF COMMON STOCK

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

There shall be one or more directors of this corporation.

ARTICLE VII

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until his successor is elected is:

**Kenneth S. Spiegelman, President and Director
9700 South Dixie Highway 1030
Miami, Florida 33156**

ARTICLE VIII

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

**Martin I. Berger
9700 South Dixie Highway 1030
Miami, Florida 33156**

ARTICLE IX

The name and address of the initial registered agent is:

**Martin I. Berger
9700 S. Dixie Hwy. 1030
Miami, Florida 33156**

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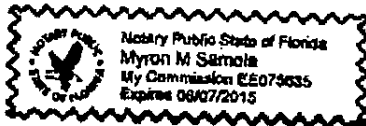
IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this 4th day of April, 2012.



Martin I. Berger, Incorporator

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME personally appeared Martin I. Berger, to me well known and
known to me to be the persons described in and who executed the foregoing ARTICLES
OF INCORPORATION and acknowledged to and before me that he executed said
instrument for purposes therein expressed.

WITNESS my hand and official seal this 4th day April, 2012.




Myron M. Samole
Notary Public, State of Florida

My Commission Expires:

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ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.



Martin I. Berger, Registered Agent

Date: April 4, 2012

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