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To: Division of Corporations  
Fax Number : (850)617-6381

From: Account Name : HAILE, SHAW & PFAFFENBERGER, P.A.  
Account Number : 076326003550  
Phone : (561) 627-8100  
Fax Number : (561) 622-7603

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: SANJON2@AOL.COM

FLORIDA PROFIT/NON PROFIT CORPORATION  
CAREER EDUCATION CONSULTING, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
CAREER EDUCATION CONSULTING, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be CAREER EDUCATION CONSULTING, INC.

**ARTICLE II. ADDRESS**

The principal place of business of the corporation is:

6501 Eastpointe Pines Street  
Palm Beach Gardens, Florida 33418

The mailing address of the corporation is:

P.O. Box 31832  
Palm Beach Gardens, Florida 33420

**ARTICLE III. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE IV. PURPOSE**

This corporation may engage or transact in any or 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.

**ARTICLE V. CAPITAL STOCK**

The total number of shares of all classes which the corporation shall be authorized to issue is One Hundred (100) shares of common stock, \$0.01 par value.

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ARTICLE VI. DIRECTORS/OFFICERS

Name and Address	Title
Tsambika Panais-Caruso (a/k/a Sandra Caruso) P.O. Box 31832 Palm Beach Gardens, Florida 33420	President, Secretary, Treasurer

ARTICLE VII. REGISTERED AGENT

The name and Florida street address of the registered agent is:

Haile, Shaw & Pfaffenberger, P.A.  
660 U.S. Highway One – Third Floor  
North Palm Beach, FL 33408

ARTICLE VIII. INCORPORATOR

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

Haile, Shaw & Pfaffenberger, P.A.  
660 U.S. Highway One – Third Floor  
North Palm Beach, FL 33408

ARTICLE IX. INDEMNIFICATION

A. The Corporation shall to the fullest extent permitted by law indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

B. The Corporation may pay in advance any expenses (including attorneys' fees) that may become subject to indemnification under paragraph A above if the person receiving the advance payment of expenses undertakes in writing to repay such payment if it is ultimately determined that such person is not entitled to indemnification by the Corporation under paragraph A above.

C. The indemnification provided by paragraph A above shall not be exclusive of any other rights to which a person may be entitled by law, bylaw, agreement, vote or consent of stockholders or directors, or otherwise.

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D. The indemnification and advance payment provided by paragraphs A and B above shall continue as to a person who has ceased to hold a position named in paragraph A above and shall inure to such person's heirs, executors, and administrators.

E. The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or who serves or served at the Corporation's request as a director, officer, employee, agent, partner, or trustee of another corporation or of a partnership, joint venture, trust, or other enterprise, against any liability asserted against such person and incurred by such person in any such capacity, or arising out of such person's status as such, whether or not the Corporation would have power to indemnify such person against such liability under paragraph A above.

F. If any provision in this Article shall be invalid, illegal, or unenforceable, the validity, legality, and enforceability of the remaining provisions shall not in any way be affected or impaired thereby, and, to the extent possible, effect shall be given to the intent manifested by the provision held invalid, illegal, or unenforceable.

#### ARTICLE X. CERTAIN LIMITATIONS ON LIABILITY OF DIRECTORS

Except to the extent that the Business Corporation Act of the State of Florida prohibits the elimination or limitation of liability of directors for breach of the duties of a director, no director of the Corporation shall have any personal liability for monetary damages for any statement, vote, decision, or failure to act, regarding corporate management or policy. No amendment to or repeal of this provision shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

#### ARTICLE XI. SHAREHOLDER QUORUM AND VOTING

The shareholders may adopt or amend a bylaw that fixes a greater quorum or voting requirement for shareholders than is required by the Florida Business Corporation Act, provided, however, that the adoption or amendment of a bylaw that adds, changes, or deletes a greater quorum or voting requirement for shareholders must meet the same quorum requirement and be adopted by the same vote and voting groups required to take action under the quorum and voting requirement then in effect or proposed to be adopted, whichever is greater.

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*Having been named as registered agent and 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.*

HAILE, SHAW & PFAFFENBERGER, P.A.

By: *Antoinette Theodossakos*  
Antoinette Theodossakos, Esq.

Date: June 14, 2018

*I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S.*

HAILE, SHAW & PFAFFENBERGER, P.A.

By: *Antoinette Theodossakos*  
Antoinette Theodossakos, Esq.

Date: June 14, 2018

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