

Attorney at Law

P95000045307

June 9, 1995

Corporate Records Bureau  
Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32301

700001510747  
-06/12/95--01027--007  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Smarten Up Language Course, Inc.

Dear Clerk: EFFECTIVE DATE

6-15-95

Enclosed is an original and one copy of proposed Articles of Incorporation for the referenced corporation, together with a check payable to your order covering the following items:

Filing Fee	\$ 35.00
Certified Copy of	
Articles of Incorporation	52.50
Registered Agent Designation	35.00
TOTAL	\$122.50

Kindly return to me a certified copy of the Articles of Incorporation in the enclosed envelope.

Thank you.

Very truly yours,

*Glen R. Padgett*  
Glen R. Padgett

cc: Mr. and Mrs. Marques

Post Office Box 730177  
1535 W. Granada Boulevard  
Suite D-11  
Ormond Beach, FL 32173-0177  
Voice: (904) 676-9099  
Cellular: (904) 255-0373  
Fax: (904) 676-1151

A. CHESSEY JUN 13 1995

ARTICLES OF INCORPORATION  
OF  
*SMARTEN UP LANGUAGE COURSE, INC.*

A Florida Corporation

FILED  
1995 JUN 12 PM 9 56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE *6-15-95* ARTICLE I - NAME

The name of this corporation is: *SMARTEN UP LANGUAGE COURSE, INC.*

ARTICLE II - DURATION

These Articles of Incorporation shall become effective at 8:00 A. M. on June 15, 1995.

ARTICLE III - GENERAL PURPOSES

The general purpose for which this corporation is initially organized is to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV - SHARES

The initial number of shares that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock, each share having the par value of \$1.00.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 555 West Granada Boulevard, Suite D-11, Ormond Beach, Florida 32174. The name of the initial Registered Agent of the corporation is Glenn R. Padgett.

ARTICLE VI - PRINCIPAL OFFICE

The street address of the principal office of the corporation is 7 Eclipse Trail, Ormond Beach, Florida 32174.

### ARTICLE VII - DIRECTORS

The number of directors constituting the initial board of directors is two (2), and the name and address of the persons who are to serve as the members thereof are as follows:

Celestino Augusto dos Santos Marques  
7 Eclipse Trail  
Ormond Beach, Florida 32174

Telma Sueli Ferraccioli Marques  
7 Eclipse Trail  
Ormond Beach, Florida 32174


The number of directors may be changed from time to time as provided in the bylaws.

### ARTICLE VIII - INCORPORATOR

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

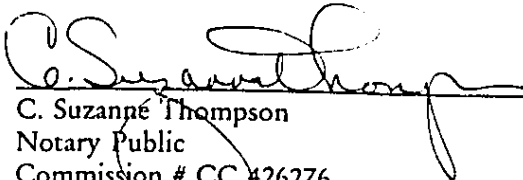
Glenn R. Padgett  
555 West Granada Boulevard, Suite D-11  
Ormond Beach, Florida 32174

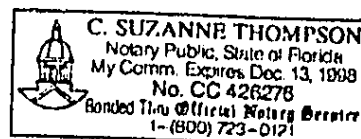
IN WITNESS WHEREOF, the undersigned incorporator does hereby execute and acknowledge these Articles this 9th day of June, 1995.

  
Glenn R. Padgett

STATE OF FLORIDA  
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 9th day of June, 1995, by GLENN R. PADGETT, who is personally known to me.

  
C. Suzanne Thompson  
Notary Public  
Commission # CC #26276  
My Commission Expires: December 13, 1998

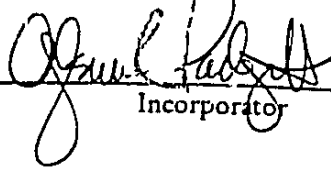


**CERTIFICATE DESIGNATING REGISTERED  
AGENT AND STREET ADDRESS FOR  
SERVICE OF PROCESS**

Pursuant to Section 48.091, Florida Statutes, SMARTEN UP LANGUAGE COURSE, INC. hereby designates Glenn R. Padgett and 555 West Granada Boulevard, Suite D-11, Ormond Beach, Florida 32174, as its Registered Agent and the street address of its registered office, respectively, for service of process within the State of Florida.

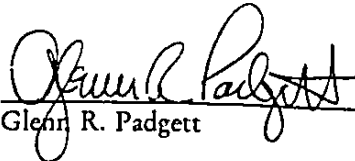
SMARTEN UP LANGUAGE COURSE, INC.

By: \_\_\_\_\_

  
Incorporator

**ACCEPTANCE OF DESIGNATION**

I hereby accept the foregoing designation as Registered Agent of SMARTEN UP LANGUAGE COURSE, INC. for service of process within the State of Florida.

  
Glenn R. Padgett

1998 JUN 12 AM 9:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED