

P96000050738

THE LEARNING CORNER, INC.

3906 N.W. 187th STREET
MIAMI, FLORIDA 33054
(305) 620-9191

FILED
JUN 13 1996
TALLAHASSEE, FLORIDA

May 20, 1996

Florida Department of State
Division of Corporations
New Filing Section
P.O. Box 6327
Tallahassee, Florida 32314

100001872151
-06/24/96--01011--001
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RE: ARTICLES OF INCORPORATION

THE LEARNING CORNER TUTORIAL CENTER, INC.

Dear Sir/Madam:

I am submitting to your office two copies (an original and one copy) of the Articles of Incorporation for THE LEARNING CORNER TUTORIAL CENTER, INC.

I have enclosed a check for a certified copy of the files Articles.

Thank you for your assistance in this matter.

Sincerely,

Shirley M. Wilson

Shirley M. Wilson, President

enclosure

D. BROWN JUN 13 1996

14-00000

ARTICLE I

ARTICLE II

SECTION I

SECTION II

SECTION III

To engage in the purchase or acquisition of property, business rights of franchise, or for additional working capital, or for any other object in or about its business affairs, and without limit as to the amount, to incur debts, and to raise borrow and secure the payment of money in any lawful manner, including the issue and sale or other dispositions of bonds, warrants, debenture, obligations, negotiable and transferable instruments and evidences

of indebtedness of all kinds whether secured by mortgage, pledge, deed of trust or otherwise.

SECTION IV

This Corporation shall have all the general powers together with all of the additional and specific powers granted by the laws of the State of Florida, as well as all implied powers in carrying out the foregoing powers.

SECTION V

The foregoing clauses shall be construed both as objects and powers, but not recitation, expression or declarations of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but is hereby expressly declared that other lawful powers not inconsistent therewith be hereby included.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time shall be 9,000 shares of \$1.00 par value.

ARTICLE IV

This Corporation shall do business with a capital of not less than Five Hundred (\$500.00) dollars.

ARTICLE V

This Corporation shall exist perpetually.

ARTICLE VI

The principal office address of this Corporation shall be located at: 3906 N.W. 167th Street, Miami, Florida 33054 in DADE COUNTY and it may have such other places of business, both within and without the State of Florida and in foreign countries, as may be necessary or convenient.

ARTICLE VII

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time by By-laws adopted by the stockholders.

ARTICLE VIII

The names and post office addresses of the first Board of Directors of this Corporation, who shall hold office until the organizational meeting of this Corporation and until their successors are elected, and have qualified are:

NAME:

ADDRESS:

Shirley M. Wilson
President

17121 N.W. 50th Court
Miami, Florida 33055

Deborah Y. Parrott
Vice-President

3985 N.W. 171st Terrace
Opa Locka, FL 33056

Carletha B. Johnson
Secretary/Treasurer

3511 N.W. 171st Street
Opa Locka, Florida 33056

ARTICLE IX

The Registered Agent of this Corporation shall be: Carletha B. Johnson whose address is: 3511 N.W. 171st Street, Miami, Florida 33056

ARTICLE X

The names and post office addresses of each subscriber of these Articles of Incorporation and a statement of the number of shares of stock is as follows:

NAME:

ADDRESS:

Carletha B. Johnson
3511 N.W. 171st Street
Opa Locka, FL 33056

3,000 shares

Deborah Y. Parrott
3985 N.W. 171st Terrace
Opa Locka, FL 33056

3,000 shares

Shirley M. Wilson
17121 N.W. 50th court
Miami, Florida 33055

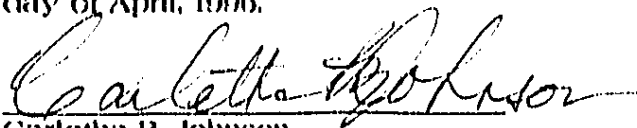
3,000 shares


The subscribers to the above stock do hereby certify that the above subscription amounts to at least \$500.00 and that said sum has been paid to the Corporation.

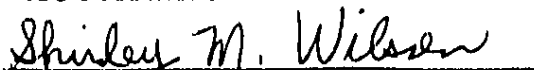
ARTICLE XI

The provisions of this Chapter, and each and every Article and Sections hereof, and the by-laws of this Corporation shall be considered a part of every contract and transaction to which this Corporation dealing with this and any Corporation is hereby charged with knowledge and notice.

IN WITNESS WHEREOF, we hereunto set our hand and seal this 26TH day of April, 1996.


Carletha B. Johnson,
Secretary/Treasurer


Deborah Y. Parrott,
Vice-President


Shirley M. Wilson,
President

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

In pursuant of Chapter 48.001, Florida Statutes, the following is submitted in compliance with the said Act:

THE LEARNING CORNER TUTORIAL CENTER, INC., organizing under the State of Florida, with its principal office at: 3900 N.W. 167th Street, as also indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named Carletha B. Johnson, as its Agent to accept service of process within this state, whose address is: 3511 N.W. 171st Street, Opa Locka, Florida 33056.

ACKNOWLEDGMENT: (Must be signed by Designated Agent)

Having been named to accept service of process for the above stated Corporation, at the 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.

By:

Carletha B. Johnson
Carletha B. Johnson, Registered Agent

Address: 3511 N.W. 171st Street
Opa Locka, Florida 33056



STATE OF FLORIDA)

1 SS
COUNTY OF DADE)

I HEREBY CERTIFY, that on this day, personally appeared before me, the undersigned Notary Public, Carletha B. Johnson well known and known to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation and she acknowledged before me that she executed and subscribed to the same for the same purposes therein expressed.

WITNESS my signature and official seal at Miami, said county of Dade, the 22 day of May, 1996.

Aida Bile

Notary Public
My Commission Expires:

I.D. Presented: FL Driver License

FILED
96 JUN 13 PM 3:41
CLERK OF DISTRICT COURT
MIAMI, FLORIDA