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TRANSMITTAL LETTER

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

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-08/12/97--01060--009
*****78.75 *****78.75

SUBJECT: FIA LEARNING CENTER, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: HESTON INDUSTRIES, INC.
Name (printed or typed)

661 NE 125 ST.
Address

NORTH MIAMI, FL 33161-5500
City, State & Zip

(305) 891-3707
Daytime Telephone number

FILED
97 AUG 12 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUG 13 1997

AUG 15 1997

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
F.I.A. LEARNING CENTER, INC.**

FILED
97 AUG 12 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

**ARTICLE I
NAME**

The name of this corporation is F.I.A. LEARNING CENTER, INC. The mailing address is 661 NE 125th Street, North Miami, FL 33161.

**ARTICLE II
DURATION**

The duration of this corporation shall be perpetual.

**ARTICLE III
GENERAL PURPOSE**

This corporation is formed for the general purpose of furthering adult education.

The primary, but not exclusive, objective is to qualify eligible individuals for a high school diploma. Life experience and successful completion of competency-based examinations will be utilized to qualify each student. All evaluations, final determinations, and issuance of grade transcripts and high school diplomas will be done by a participating, fully-accredited high school. Although students often study on their own to pass exams, individual or class tutoring will be available for individuals requiring further instruction.

College credits are also to be offered through Cambridge University, England, through the A. P. Program, or other institutions with which we may affiliate. Classes may also be formed to instruct students in other areas of interest, such as computer skills, language proficiency, employment qualification and procurement, etc.

F.I.A. Learning Center, Inc. will not engage in any political activity other than that which is specifically necessary for its own existence and well-being, such as local zoning laws and taxation issues. The corporation is forbidden to make political donations or endorsements.

This organization shall not discriminate against any individual on the basis of race, religion, creed, gender, sexual preference, or age, except that a minimum age may be required for admission to most of our programs.

The corporation may engage in any other activities or business, as permitted under the laws of the United States and the State of Florida.

ARTICLE IV CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to issue and have outstanding at any time shall be One Hundred Thousand (100,000) shares of one class of common stock with a par value of twenty-five cents (\$0.25) per share.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation are as follows:

LISE M. HOLASH	270 NE 200th Terrace
	Miami, FL 33179-2947

ARTICLE VI INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board is one (1). The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of each person who is to serve as a member of the initial Board of Directors are as follows:

LISE M. HOLASH President	200 NE 200 th Terrace Miami, FL 33179-2647
MARVIN RUTHENBERG Vice-President	9501 E. Bay Harbor Dr.-Apt.5A Bay Harbor Island, FL
JACK KIRSCHNER Secretary	3745 NE 171 st Street-Apt. 17 North Miami Beach, FL 33160
DAVID WYCHERT Treasurer	19650 Red Maple Lane Jupiter, FL 33458

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97 AUG 12 AM 8:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII
INCORPORATORS

The name and address of each incorporator signing these Articles of Incorporation are as follows:

LISE M. HOLASH

270 NE 200th Terrace
Miami, FL 33179-2647

ARTICLE VIII
COMMENCEMENT

This corporation's existence will commence on the 8th day of August, 1997.

X Lise M. Holash Date 8-11-97
Lise M. Holash

ACCEPTANCE OF REGISTERED AGENT

Designation as initial registered agent for the foregoing corporation is hereby accepted.

X Lise M. Holash Date 8-11-97
Lise M. Holash