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OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

100002876611--0

-05/17/99--01011--011

*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. NORTH AMERICAN ENGLISH INSTITUTE, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

FILED
99 MAY 14 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

99 MAY 17 AM 8:25
TALLAHASSEE, FLORIDA

Examiner's Initials

ARTICLES OF INCORPORATION

OF

North American English Institute, Inc.

FILED
99 MAY 14 PM 1:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE ONE NAME

THE NAME OF THE CORPORATION IS:

North American English Intitute, Inc.

ARTICLE TWO PRINCIPAL ADDRESS

THE PRINCIPAL ADDRESS OF THE CORPORATION IS: 8647 North West 3rd. Street
Miami - Florida 33126

ARTICLE THREE DURATION

THE TERMS OF EXISTENCE OF THE CORPORATION IS PERPETUAL

ARTICLE FOUR PURPOSE

4.01 THE CORPORATION MAY TRANSACT ANY AND ALL LAWFUL BUSINESS FOR WHICH CORPORATION MAY BE INCORPORATED UNDER THE LAWS OF THE STATE OF FLORIDA.

4.02 SPECIFICALLY BUT NOT LIMITED TO BUYING & SELLING ANY AND ALL ARTICLES AND OR COMMODITIES IT DEEMS NECESSARY FOR THE PURPOSE OF EXPORTING AND IMPORTING OF SUCH ARTICLES, TO SELL AS THE CORPORATION CHOOSES EITHER WHOLESALE AND OR RETAIL, IN ANY AND ALL DOMESTIC AND OR FOREIGN MARKETS.

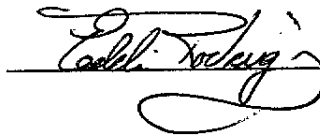
ARTICLE FIVE CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES WHICH THE CORPORATION HAS AUTHORITY TO ISSUE IS ONE THOUSAND (1,000), OF WHICH SHALL BE COMMON SHARES, WITH A PAR VALUE OF - ONE AMERICAN DOLLAR AND NO CENTS (\$1.00 US.) EACH.

ARTICLE SIX
REGISTERED OFFICE

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION SHALL BE AS FOLLOWS : 8647 NW 3rd. Street - Miami, Florida 33126, AND THE NAME OF THE INITIAL REGISTERED AGENT AT SUCH ADDRESS IS : Eddi Rodriguez.

I, EDDI RODRIGUEZ, ACCEPT THE POSITION OF REGISTERED AGENT.



ARTICLE SEVEN
PRE- EMPTIVE RIGHTS

THE SHARE HOLDERS SHALL HAVE ALL PRE-EMPTIVE RIGHTS.

ARTICLE EIGHT
DIRECTORS

7.01 THE BOARD OF DIRECTORS OF THE CORPORATION SHALL CONSIST OF AT LEAST ONE (1) MEMBER.

7.02 THE NAME AND ADDRESSES OF THE INITIAL DIRECTORS OF THE FIRST BOARD OF DIRECTORS SHALL BE AS FOLLOWS :

<u>NAME</u>	<u>ADDRESS</u>
PRESIDENT EDDI RODRIGUEZ	8647 NW. 3rd. STREET - MIAMI, FL., 33126
VICE- PRESIDENT JOSE FERNANDEZ	8647 NW 3rd. STREET - MIAMI, FL., 33126
SECRETARY RAQUEL BRETOS	8647 NW 3rd. STREET - MIAMI, FL., 33126
TREASURER RAQUEL BRETOS	8647 NW. 3rd. STREET, MIAMI, FL., 33126

ARTICLE NINE
OFFICER OF THE CORPORATION

<u>OFFICER</u>	<u>NAME</u>	<u>ADDRESS</u>
PRESIDENT	EDDI RODRIGUEZ	8647 NW 3rd. STREET, MIAMI, FL. 33126
VICE-PRESIDENT	JOSE FERNANDEZ	8647 NW 3rd. STREET, MIAMI, FL. 33126
TREASURER	RAQUEL BRETOS	8647 NW 3rd. STREET, MIAMI, FL. 33126
SECRETARY	RAQUEL BRETOS	8647 NW 3rd. STREET, MIAMI, FL., 33126

ARTICLE TEN
INCORPORATION

THE NAME OF THE INCORPORATOR IS:

NAME

ADDRESS

EDDI RODRIGUEZ

8647 NW 3rd. STREET, MIAMI, FL., 33126

ARTICLE ELEVEN
DISBURSEMENT OF SHARES & OWNERSHIP

NAME OF SHARE HOLDERS

PERCENTAGE OF OWNERSHIP & SHARES

EDDI RODRIGUEZ

100 %

IN WITNESS WHEREOF, I HAVE SUBSCRIBED MY NAME THIS 11th. DAY OF MAY, 1999.

Eddi Rodriguez

FILED
99 MAY 14 PM 1:3
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA)
AS
COUNTY DADE)

ON THIS DAY 11th, OF MAY , 1999, BEFORE ME, AN OFFICER DULY AUTHORIZED IN THE STATE OF FLORIDA AND COUNTY AFORESAID TO TAKE ACKNOWLEDGENTE, PERSONALLY APPEARED EDDI RODRIGUEZ , KNOWN TO ME TO BE THE PERSON WHOSE NAME IS SUBSCRIBED TO THE WITHIN INSTRUMENT, IDENTIFYING HIMSELF BY DRIVERS LICENCE AND ACKNOWLEDGED THAT HE EXECUTED THE SAME FOR THE PURPOSE THEREIN EXPRESSED.

IN WITNESS WHEREOF, I HEREUNTO SET MY HAND AND OFFICIAL SEAL AT MIAMI, DADE COUNTY, FLORIDA, U.S.A.

☒ PERSONALLY KNOWN

☒ PRODUCED IDENTIFICATION

TYPE OF I.D. PRODUCED : FLORIDA DRIVERS LICENCE NUMBER A362200 442990

Yvonne Guzman

