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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

NON-PROFIT CORPORATION

ARTICLES OF INCORPORATION

(To Be Filed In Duplicate Original)

The undersigned, acting as incorporator(s) of a corporation under Chapter 7-6 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is Academia El Mundo Hispano- Spanish World Academy, Inc.
2. The period of its duration is (if perpetual, so state) Perpetual
3. The specific purpose or purposes for which the corporation is organized are:
To enhance Spanish and English literacy, technology and career development skills for Rhode Island
citizens. It intends to achieve this purpose by among other things, serving as a conduit for world-class,
cost-effective training programs which range from English as a Second Language, Spanish as a Second
Language and computer classes held both in English and Spanish and to assist both English and Spanish
speaking citizens on issues of career development. And for any other lawful purpose provided, that none
of the purposes shall be inconsistent with maintaining the Corporation's status as an organization exempt
from federal income tax under Section 501 © 3 of the Internal Revenue Code of 1986, as amended, or
corresponding section of any future code.
4. Provisions, if any, not inconsistent with the law, which the incorporators elect to set forth in these articles of incorporation for the regulation of the internal affairs of the corporation are:
See attached Exhibit A

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By 21959231677

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5. The address of the initial registered office of the corporation is 133 Rutherglen Avenue
(Street Address, not P.O. Box)
Providence, RI 02907, and the name of its initial registered agent at such
(City/Town) (Zip Code)
address is Marco Enriquez-Bernau
(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is 3
(not less than three directors)
and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
<u>Marco Enriquez-Bernau</u>	<u>133 Rutherglen Avenue, Providence, RI 02907</u>
<u>Lisa Medeiros</u>	<u>237 North Main Street, Providence, RI 02903</u>
<u>Joyce Bernau-Enriquez</u>	<u>133 Rutherglen Avenue, Providence, RI 02907</u>
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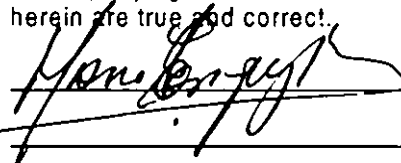
7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Marco Enriquez-Bernau</u>	<u>133 Rutherglen Avenue, Providence, RI 02907</u>
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8. Date when corporate existence is to begin Upon filing of these Articles of Incorporation
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Date: December 1, 2000

Under penalty of perjury, I/we declare and affirm that I/we have examined these Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.



Signature of each Incorporator

EXHIBIT A

(a) The corporation shall have no members.

(b) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third of the Articles of Incorporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code (the "Code") or (b) by a corporation, contribution, contributions to which are deductible under Section 170(c)(2) of the Code.

(c) Upon the dissolution of the Corporation, its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

(d) The corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code.

(e) The corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code.

(f) The corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code.

(g) The corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Code.

(h) The corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code.