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(Requestor's Name)

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PICK-UP WAIT MAIL

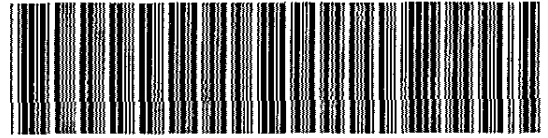
(Business Entity Name)

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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 103138 7466389

AUTHORIZATION

Return Paper

COST LIMIT : \$ 87.50

ORDER DATE : December 22, 2004

ORDER TIME : 11:04 AM

ORDER NO. : 103138-001

CUSTOMER NO: 7466389

CUSTOMER: Dr. Wil C. Goodheer
Dr. Wil C. Goodheer

2614 Sunset Pl

Nashville, TN 37212

DOMESTIC FILING

NAME: THE INTERNATIONAL UNIVERSITY,
INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2940

EXAMINER'S INITIALS: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

The International University, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Mondscheingasse 16
A-1070 Vienna, Austria

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

International Education. Majors in Economics and Diplomacy. Conferring of baccalaurate, masters, and doctoral degrees for international students.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The members of the Board of Trustees are elected by simple majority from names submitted to the election committee. The Board is a self perpetuating board.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

- Dr. Wil C. Goodheer, President
2614 Sunset Place, Nashville, TN 37212
- Dr. Linda Boyer, Vice President
Mariahilferstrasse 158, A-1150, Vienna, Austria
- Mr. Hans Dederscheck, Secretary/Treasurer
Mondscheingasse 16, A-1070 Vienna, Austria

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:
Corporation Service Company, 1201 Hays Street, Tallahassee, FL 32301

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Dr. Wil C. Goodheer
2614 Sunset Place
Nashville, TN 37212

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Corporation Service Company

By: Deborah D Skipper
Signature/Registered Agent

Deborah D. Skipper
Asst. V. Pres.

12/27/04
Date

Dr. Wil C. Goodheer
Signature/Incorporator

17 December 2004
Date

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