

F020000000209

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: iWEALTH, INCORPORATED
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

K. Michael Swann, Esquire
(Name of Person)

Snyderburn, Rishoi & Swann
(Firm/Company)

280 West Canton Avenue, Suite 240
(Address)

Winter Park, Florida 32789
(City/State and Zip code)

For further information concerning this matter, please call:

K. Michael Swann, Esq. at (407) 647-2005
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☒ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

MJH

02 JAN - 9 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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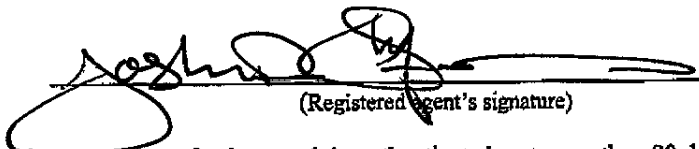
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.**

1. iWealth, Incorporated
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. State of Nevada 3. 88-0489496
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. March 7, 2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification.
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 8290 College Parkway, Suite 101, Fort Myers, Florida 33919
(Principal office address)
8290 College Parkway, Suite 101, Fort Myers, Florida 33919
(Current mailing address)
8. Develop and market educational software and other products
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Joshua Shafran
Office Address: 8290 College Parkway, Suite 101
Fort Myers, Florida 33919
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

SECRETARY OF STATE
ALLAHUSSEE, FLORIDA

02 JAN - 9 PM 4:30

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12. Names and business addresses of officers and/or directors:

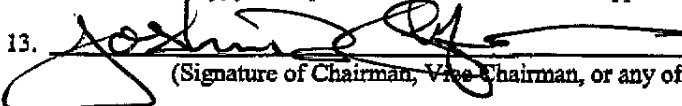
A. DIRECTORS

Chairman: Kent Riedesel
Address: 8280 College Parkway, Suite 103
Fort Myers, Florida 33919
Vice Chairman: Joshua Shafran
Address: 8290 College Parkway, Suite 101
Fort Myers, Florida 33919
Director: Shawn Casey
Address: 4826 Cheval Boulevard
Lutz, Florida 33558
Director: Christopher Armstrong
Address: 4021 South 3600 West
West Valley City, Utah 84119

B. OFFICERS

President: Joshua Shafran
Address: 8290 College Parkway, Suite 101
Fort Myers, Florida 33919
Vice President: Stephen Mathew Morrow
Address: 10 Sedona Drive
Foothill Ranch, California 92610
Secretary: Steve Minasi
Address: 7301 Mark Drive, Falls Church, Virginia 22042
Treasurer: Steve Minasi
Address: 7301 Mark Drive, Falls Church, Virginia 22042

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. See attached.

13.  Joshua Shafran, President
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. Joshua Shafran, President
(Typed or printed name and capacity of person signing application)

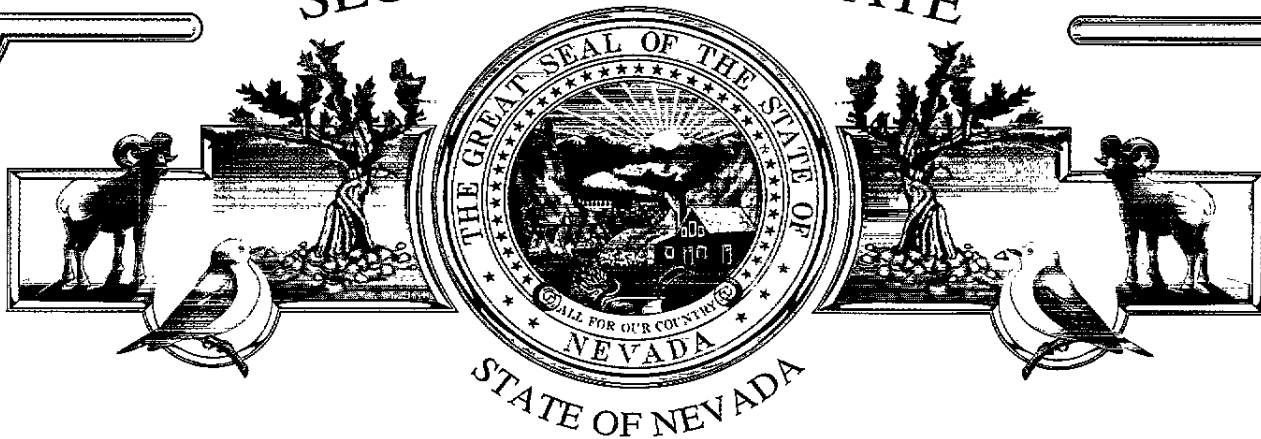
12. Continuation - Names and business addresses of officers and directors.

A. DIRECTORS

Director: Steve Minasi
 7301 Marc Drive
 Falls Church, Virginia 22042

 Stephen Mathew Morrow
 10 Sedona Drive
 Foothill Ranch, California 92610

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **IWEALTH, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since March 7, 2001, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on December 19, 2001.



Dean Heller

DEAN HELLER
Secretary of State

By

Suzanne Wray
Certification Clerk