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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA NON-PROFIT CORPORATION

E-Monee Kids Inc.

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**ARTICLES OF INCORPORATION
OF
E-Monee Kids Inc.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **E-Monee Kids Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
1000 Corporate Drive, Suite 320, Ft Lauderdale, Florida 33334

ARTICLE III PURPOSES

The specific purpose for which the corporation is organized is: To instill financial literacy in the nation's youth through empowerment and education utilizing an on-line, real-time, real-money application that incorporates checking, savings, credit, commerce, entrepreneurship, and curriculum related activities into one convenient, all-encompassing program.

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE IV INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is: Business Filings Incorporated, 1000 West Avenue, Suite 1114, Miami Beach, Florida, 33139. Located in the County of Miami-Dade

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Business Filings Incorporated, Richard Oster, 8025 Excelsior Dr., Suite 200, Madison, WI 53717

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FAX AUDIT # FL020002067955**ARTICLE VI DISSOLUTION**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

ARTICLE VII MANNER OF ELECTING DIRECTORS

The method of election of directors is as stated in the bylaws.


The undersigned incorporator has executed these Articles of Incorporation this 2 day of October 2002.


Richard Oster, Incorporator

The document was prepared by:
Richard Oster, 8025 Excelsior Dr., Suite 200, Madison, WI 53717. (608) 827-5300

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature: 
Richard Oster -- Vice President
Business Filings Incorporated

Date: 10/2/02FAX AUDIT # FL020002067955