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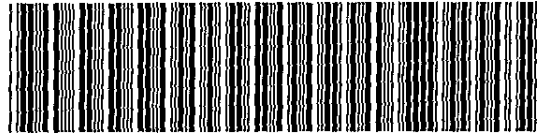
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SECRETARY OF STATE
DEPARTMENT OF REVENUE

**GEORGE W. CHESROW
ATTORNEY AT LAW
1230 SOUTH ALHAMBRA CIRCLE
CORAL GABLES, FLORIDA 33146
305-669-9667
305-669-1055 (fax)**

August 29, 2003

Florida Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation of Ralotsawa Institute, Inc..

Dear Sir/Madam:

Enclosed please find the following:

1. The original and one copy of the executed Articles of Incorporation for Ralotsawa Institute, Inc., a non-profit corporation.
2. My check in the amount of \$78.75 for the filing fees and a certified copy of the articles of incorporation. Kindly send the copy to me at the above address.

Thank you for your kind assistance.

Very truly yours,


George W. Chesrow

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
RALOTSAWA INSTITUTE, INC.

(A Florida Corporation Not for Profit)

WE, the undersigned duly elected Directors of Ralotsawa Institute, Inc., a Florida Corporation Not for Profit do hereby certify that these Articles of Incorporation were duly adopted by the Board of Directors on August 21st, 2003, pursuant to the provisions of Chapter 617 of the Florida Statutes governing Corporations Not For Profit.

ARTICLE I

Corporate Name

The name of the Corporation shall be:

Ralotsawa Institute, Inc.

ARTICLE II

DURATION

This Corporation shall have perpetual existence.

ARTICLE III

PURPOSES

The purposes for which this Corporation is organized are:

1. To function as a church and religious center for Buddhist studies dedicated to preserving, transmitting and putting into practice the teachings of Tibetan Buddhism, philosophy, rituals, culture, medicine, language, art and architecture.

2. To provide an educational program consisting of Tibetan philosophical topics, doctrine and meditation modeled on those programs traditionally followed in Indian and Tibetan monastic universities, and to make available the spiritual and philosophical teachings and practices of Tibetan Buddhism.

3. To offer educational programs on Tibetan and oriental medicine, psychology, and meditation in order to serve the community at large.

4. To operate exclusively for such charitable, religious and educational purposes that will qualify this Corporation as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provisions of any subsequent Internal Revenue Code or tax law.

ARTICLE IV

QUALIFICATIONS FOR MEMBERS AND MANNER OF THEIR ADMISSION

The members of this Corporation shall consist of the persons signing the Articles of Incorporation and such other person or persons as the Board of Directors may elect, by vote of a majority of the members of the Board of Directors of the Corporation, at any Annual or Special meeting of the Board of Directors.

ARTICLE V

REGISTERED AGENT

The corporation shall maintain an office in Florida with a Registered Agent thereat upon whom process may be served. The initial registered agent shall be Juan Carlos Cherkezian whose registered office address is 14545-J Military Trail, #120, Deerfield Beach, Florida 33484.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The affairs of this Corporation shall be conducted by a Board of Directors of at least three members. The manner in which the directors of the Corporation shall be elected or appointed shall be set forth in the bylaws of the Corporation. The name and address of each person who is to serve as an initial director is:

Mr. Juan Carlos Cherkezian
14545-J Military Trail, #120
Deerfield Beach, Florida 33484

Mr. Axel Otero
14545-J Military Trail, #120
Deerfield Beach, Florida 33484

Mr. Sean Sullivan
2471 Port West Boulevard
West Palm Beach, Florida 33407

ARTICLE VII

INCORPORATORS

The name and address of each incorporator is:

Mr. Juan Carlos Cherkezian
14545-J Military Trail, #120
Deerfield Beach, Florida 33484

Mr. Axel Otero
14545-J Military Trail, #120
Deerfield Beach, Florida 33484

Mr. Sean Sullivan
2471 Port West Boulevard
West Palm Beach, Florida 33407

ARTICLE VIII

AMENDMENTS TO ARTICLES OF INCORPORATION

Amendments to these Articles of Incorporation may be proposed by any member of the Board of Directors and adopted by a two-thirds vote of all Directors at any meeting duly called for that specific purpose.

ARTICLE IX

POWERS

As a means of accomplishing the purposes set forth in Article III herein, this Corporation shall have the following powers:

1. To raise funds by solicitations, business enterprises, private or governmental grants or borrowing.
2. To accept and receive donations and contributions of services and money and property of every kind and description by gift, subscription, devise, bequest, or otherwise.
3. To buy, build, lease, sell, mortgage, manage or otherwise deal with real or personal property.
4. To enter into contracts or agreements of any kind.
5. To hold, invest, reinvest and manage money and property and to use the principal and income thereof.
6. To borrow money and execute and issue promissory notes, bonds, debentures, and other evidence of indebtedness, from time to time, for any lawful corporate purpose and to mortgage, pledge and otherwise charge any and all of its property

and other assets to secure the payment thereof.

7. To do all and everything necessary and proper for the accomplishment of any of the objects or purposes enumerated in these Articles of Incorporation or any amendment thereto, or in the furtherance thereof or necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other charitable corporations, organizations, partnerships, firms or individuals to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or objectives for which this Corporation is formed, and to have all of the powers conferred upon this Corporation by the laws of the State of Florida and Chapter 617 of the Florida Statutes governing Corporations Not For Profit, or of any other state or country and not prohibited by Florida law.
8. The objects and purposes specified in the foregoing clauses of this Article, unless expressly limited, shall not be limited or restricted by reference to, or inference from, any provision in this or any other Article of these Articles of Incorporation, shall be regarded as independent objects and purposes and shall be construed as powers as well as objects and purposes, all as permitted by law.

ARTICLE X

CHARITABLE RESTRICTIONS AND LIMITATIONS

The purposes and operations of this Corporation shall be specifically restricted and limited as follows:

1. No part of the net earnings of the Corporation shall inure to the benefit of or be

distributable to its members, 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 III hereof.

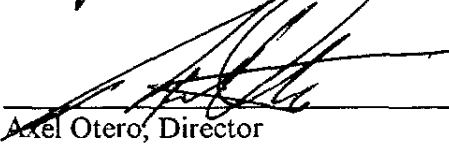
2. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation except as otherwise provided in Section 501 (h) of the Internal Revenue Code of 1954, or the corresponding provision of any subsequent Internal Revenue Code or tax law. The Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.
3. The Corporation shall not operate for the purpose of carrying on a trade or business for profit, or engage in any prohibited transaction described in Section 503 of the Internal Revenue Code of 1954, or the corresponding provision of any subsequent Internal Revenue Code or tax law.
4. In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the paying of all liabilities of the Corporation, dispose of all of the assets, real and personal, of the Corporation exclusively for the purposes of the Corporation, by distributing said assets to such organization or organizations organized and operated exclusively for charitable purposes as shall at the time qualify as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any subsequent

Internal Revenue Code or tax law.

IN WITNESS WHEREOF, the undersigned directors and incorporators have hereunto set their hands and seals this 27th day of August, 2003.



Juan Carlos Cherkezian, Director



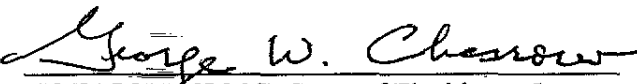
Axel Otero, Director



Sean Sullivan, Director

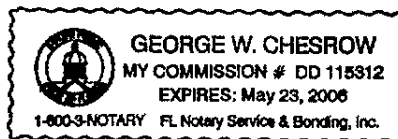
State of Florida)
County of Palm Beach)

I HEREBY CERTIFY that on August 27th, 2003, personally appeared before me, the undersigned authority, Mr. Juan Carlos Cherkezian, to me well known and known by me to be the director and incorporator of RALOTSAWA INSTITUTE, INC., a Florida non-profit corporation, and he acknowledged to me that he executed the foregoing Articles of Incorporation freely and voluntarily. He produced personally known for identification.



NOTARY PUBLIC, State of Florida, as Large

My Commission Expires: _____

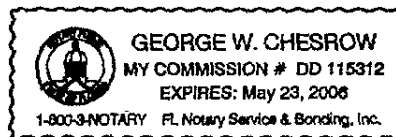


State of Florida)
County of Palm Beach)

I HEREBY CERTIFY that on August 27th, 2003, personally appeared before me, the undersigned authority, Mr. Axel Otero, to me well known and known by me to be the director and incorporator of RALOTSAWA INSTITUTE, INC., a Florida non-profit corporation, and he acknowledged to me that he executed the foregoing Articles of Incorporation freely and voluntarily. He produced Florida Driver's License for identification.

George W. Chesrow
NOTARY PUBLIC, State of Florida, as Large

My Commission Expires:

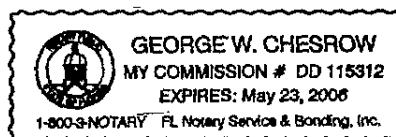


State of Florida)
County of Palm Beach)

I HEREBY CERTIFY that on August 27th, 2003, personally appeared before me, the undersigned authority, Mr. Sean Sullivan to me well known and known by me to be the director and incorporator of RALOTSAWA INSTITUTE, INC., a Florida non-profit corporation, and he acknowledged to me that he executed the foregoing Articles of Incorporation freely and voluntarily. He produced Florida Driver's License for identification.

George W. Chesrow
NOTARY PUBLIC, State of Florida, as Large

My Commission Expires:



ACKNOWLEDGMENT OF RESIDENT AGENT

Having been named to accept service of process for Ralotsawa Institute, Inc., at the place designated in Article V of the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Section 617.0501 of the Florida Statutes relative to keeping the resident office. The mailing address for the principal place of business is 14545-J Military Trail, #120, Deerfield Beach, Florida 33484.



Juan Carlos Cherkezian, Resident Agent

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TALLAHASSEE, FLORIDA