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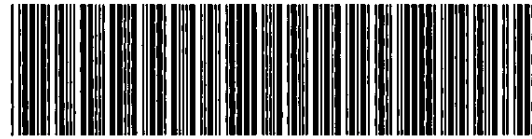
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**Articles of Incorporation of
Tomorrow's FREE Online School, Inc.
a Florida Nonprofit Corporation**

The undersigned, pursuant to CHAPTER 617, Florida Statutes, hereby executes the following document and sets forth:

1. Type of Corporation: Non-profit
2. The name of the corporation is:
Tomorrow's FREE Online School, Inc.
3. The future effective date is: N/A
4. The period of duration is perpetual.
5. The purpose of the non-profit corporation is as follows:

Recognizing that education is to be available for all ages and segments of the population the mission of Tomorrow's FREE Online School, Inc. is to cultivate a lifetime love of learning by instilling a positive joy in the process. It is the intention to increase performance in the skills taught through making maximum use of modern technologies.

The Directors are proven humanitarians with track records in service. They are united in their desire to make learning a rewarding and fulfilling experience both for teachers and students. Ultimately, participants in classes will become lifelong learners who will set an example for others.

Model teachers hired through donations will possess track records in achieving positive results in their fields. They will be given the freedom to design their curricula and to present their material in a manner proven to work. The methodologies used will serve as an example for other non-profit schools.

All segments of society will now have the opportunity to reach their better potential.

They will come to know that it is now available and achievable for them to Improve Every Year.

6. Registered Agent and Registered Office

The appointed registered Agent is familiar with and accepts the duties and responsibilities as Registered Agent, the name and street Address as the Registered Agent and registered office is:

Thomas G. Pye, Esquire
c/o Pye Law Firm, PA
3909 W Newberry Road, Suite C
Gainesville, Florida 32607


Thomas G. Pye
Signature of the Registered Agent

By my signature above, I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

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7. The name and complete address of each incorporator are as follows:

Claire Power Murphy,
3003 NW STATE RD 45
NEWBERRY, FL 32669

8. Other Provisions:

- 8.1 Notwithstanding any other provision of these Articles, the purposes for which the corporation is organized are exclusively for charitable, religious, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law.
- 8.2 This corporation is organized exclusively for charitable, religious, and educational 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 of 1986, or the corresponding provision of any future United States Internal Revenue Law
- 8.3 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 this Article and Article 5. 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 any candidate for public office. Notwithstanding any other provision 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 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the

Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

8.4 Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner as the Board of Directors shall determine, or to such organization or organizations organized and operated exclusively for charitable, religious, or educational as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United State Internal Revenue Law). Any such assets not so disposed of shall be disposed of by the chancery court of the county in which the domicile of the corporation is then located, exclusively for such purposes to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

8.5 The corporation shall also have all rights and powers that are reasonably necessary to accomplish the stated purposes of the corporation.

9. The corporation principal place of business shall be:

3003 NW STATE RD 45
NEWBERRY, FL 32669

10. The corporation mailing address shall be:

3003 NW STATE RD 45
NEWBERRY, FL 32669

11. Email Address and Contact Person shall be:

Thomas G. Pye at pyelaw@bellsouth.net

12. Notice of Annual Report

This corporation must file an Annual Report with the Division of Corporations between January 1st and May 1st of every year to maintain "active" status. The corporation's first annual report will be due between January 1st and May 1st of the calendar year following the year the corporation is formed and must be filed online. The fee to file a Corporation Annual Report is \$61.25. Reminder notices to file the Annual Report will be sent to the e-mail address you provide in these articles.

12. Officer and Director Name and Address

Per Section 617.0202(d), Florida Statutes, the method of election of directors is as stated in the bylaws.

The name and address of each officer/director:

President/Director:
Claire Power Murphy
3003 NW State Road 45
Newberry, FL 32669

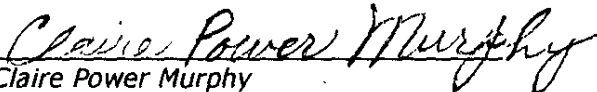
Vice-President/Director
Dr. J. Christopher Daniel, PhD
Goodwill Social Work Centre
No: 5, South Street Extension,
Singaray Colony
MADURAI - 6 25002, INDIA

Secretary/Director
Tony Marie Fisher
4029 N. Ridge Way Apt. 5
Norcross, Ga. 30096

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13. Signature of Incorporator:

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S. I acknowledge that I have read the above "Notice of Annual Report" statement and understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.


Claire Power Murphy
Incorporator