

P000000110516

* JOHN F. MCGUIRE, ESQ.
ELYSE M. MCGUIRE, ESQ.
**JOHN A. SMITTEN, ESQ.
J. JASON BANGOS, ESQ.

McGUIRE
L A W
OFFICES
A Professional Association

1173 N.E. Cleveland St.
Clearwater, FL 33755
Phone (727) 446-7659
Fax (727) 446-0905

* ALSO LICENSED IN MICHIGAN
** ALSO LICENSED IN NEW YORK

November 22, 2000

State of Florida Dept. of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500003476875--9
-11/28/00--01025--013
*****78.75 *****78.75

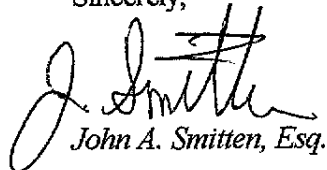
Re: Life Improvement Through Education International, Inc.

To Whom it May Concern:

Enclosed please find my client's articles of incorporation and filing fee of \$78.75. Please return a certified copy of the articles, using the enclosed envelope. Thank You.

FILED
00 NOV 27 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,


John A. Smitten, Esq.

Enc/jas
Cc: R. Payne

John Smitten GAVE
AUTHORIZATION BY PHONE TO
CORRECT VII Address
DATE 11-30-00
DOC. EXAM CB

**ARTICLES OF INCORPORATION
OF
LIFE IMPROVEMENT THROUGH EDUCATION INTERNATIONAL, INC.**

FILED
00 NOV 27 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

LIFE IMPROVEMENT THROUGH EDUCATION INTERNATIONAL, INC.

The principal place of business of this corporation shall be 701 Cleveland Street, Clearwater, Florida 33756.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 701 Cleveland Street, Clearwater, Florida 33756 and the name of the initial registered agent of the corporation at that address is Randy Payne.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of same kind,

class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. DIRECTORS

The number of directors constituting the initial Board of Directors shall be one, and the names and addresses of the persons who are to serve as members are as follows:

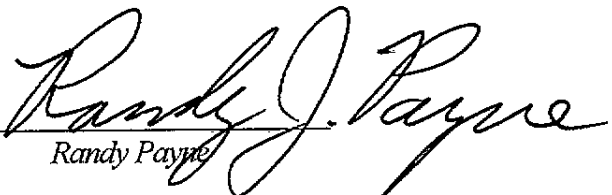
- | | |
|-------------------------------------|--|
| (1) Donald Gum, President | 701 Cleveland St Clearwater, FL 33756 |
| (2) István Ferencné, Vice President | 24. Akácos Str. Mályi 3434 Hungary |
| (3) Randy Payne, Secretary | 701 Cleveland Street, Clearwater, Florida
33756 |

ARTICLE VIII. INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation are:

- | | |
|-----------------|--|
| (1) Randy Payne | 701 Cleveland Street, Clearwater, Florida
33756 |
|-----------------|--|

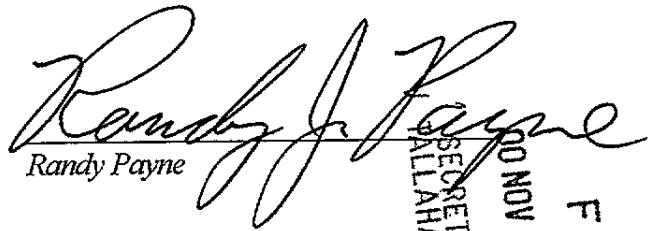
IN WITNESS WHEREOF, we, the undersigned incorporators and authorized agents of **LIFE IMPROVEMENT THROUGH EDUCATION INTERNATIONAL, INC.**, hereunto set our hand and seal on this 21st day of November, 2000.

By: 
Randy Payne

DESIGNATION OF REGISTERED AGENT AND ACCEPTANCE

The initial Registered Agent is Randy Payne, 701 Cleveland Street, Clearwater, Florida 33756.

By his signature below, he hereby accepts.


Randy Payne

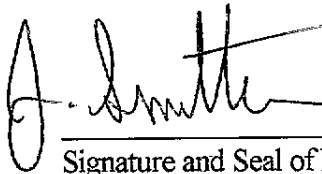
**STATE OF FLORIDA
COUNTY OF PINELLAS**

The foregoing instrument was acknowledged before me on 11-22-2000 by _____

Randy Payne, who is personally known to me or produced FL DL as _____

identification.

NOTARY PUBLIC - STATE OF FLORIDA
JOHN A. SMITTEN
COMMISSION # CC786333
EXPIRES 10/29/2002
BONDED THRU A&A 1-888-NOTARY1



Signature and Seal of Notary Public