P01000018762

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. 0. Box 6327
Tallahassee, FL 32314

SUBJECT:

NET HEALTH ED INC.

(Proposed corporate name - must include suffix)

2**00003653602--5** -02/06/01--01047--007 *****87.50 *****87.50

Enclosed is an original and one (I) copy of the articles of incorporation and a check for:

[]\$78.75 Filing Fee & Certified Copy 1 \$87.50 Filing Fee, Certified Copy & Cetificate

ADDITIONAL COPY REQUIRED

[] \$70.00 Filing Fee

[] \$78.75 Filing Fee & Certificate of Status

Jacqueline Carswell

Name (Printed or typed)

5864 Triphammer Road

Address

Lake Worth, Fl. 33463

City, State & Zip

1-561-641-9185

Daytime Telephone number

OI FEB 19 PH 2: 37
SECRETARY OF STATE
TALLAHASSEE FINGHA

Jeb 120



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 7, 2001

JACQUELINE CARSWELL 5864 TRIPHAMMER ROAD LAKE WORTH, FL 33463

SUBJECT: NET HEALTH ED INC. Ref. Number: W01000002975

We have received your document for NET HEALTH ED INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Letter Number: 801A00007564

Gina Bullock Document Specialist

ARTICLES OF INCORPORATION OF NET HEALTH ED INC.

D INC. In

The undersigned, acting as an incorporator of, **NET HEALTH ED INC**. In compliance with Chapter 607 and / or Chapter 621,F.S. (Profit), adopts the following Articles of Incorporation.

ARTICLE I

The name and address of this principal corporation is NET HEALTH ED INC., 5864 Triphammer Road, Lake Worth, Florida 33463, in Palm Beach County. The corporation is organized pursuant to the FLORIDA profit Corporation Code.

ARTICLE II COMMENCEMENT OF EXISTENCE

The duration of this corporation shall be perpetual. The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III PURPOSE

To provide CEU's, CME's, to license professionals, and health education to the public via internet, classroom and/or home study. However, this corporation may engage in any activity or business permitted under the law of United States and Florida.

ARTICLE IV AUTHORIZED SHARES

At this writing the corporation will offer no stock. The number of shares the corporation is authorized to issue shall be determined by Florida Law and shares of one class designated as common stock.

ARTICLE V REGISTERED OFFICE AND AGENT

The address of the Registered office is: 5864 Triphammer Road, Lake Worth, Florida 33463, and the name and address of the of the registered agent of the corporation shall be:

Jacqueline Carswell
 5864 Triphammer Road
 Lake Worth, Florida 33463

ARTICLE VI BOARD OF DIRECTORS

The corporation shall have (I) one director. The name and address of the person(s) appointed to act as the initial Director of this corporation are, who shall be the sole proprietor.

NAME

ADDRESS

Jacqueline Carswell
President/CEO

5864 Triphammer Road Lake Worth, Florida 33463

ARTICLE VII Amendment

To the fullest extent permitted by the State Of Florida Business Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a director of the corporation shall be personally liable to the corporation or any of its shareholders for monetary damages for breach of duty as a director. No amendment or repeal of this Article nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal, or adoption.

ARTICLE VIII Voting

The corporation elects to have pre-emptive rights. All shareholders of the corporation are entitled to accumulate their votes for directors. No amendment shall be made to this Article when the number of shares voting against the proposal to amend would be sufficient to elect a director by cumulative voting and such shares are entitled to be voted cumulatively for the election of directors.

ARTICLE IX

Executed on January 25, 2001 The name and address of the incorporator of this corporation shall be:

Jacqueline Carswell 5864 Triphammer Road

Lake Worth, Fl. 33463

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTER OFFICE

PURSANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	THE NAME OF THE CORAPORATION IS:			
	NET HEALTH ED INC.			
***************************************	(must include suffix)	······································	-	
2.	The name and address of the registered agent and office is:	TA S	0	
	Jacqueline Carswell	ECRETARY OF	1 FE8	-1
	(Name)	ARY		=
	5864 Triphammer Road	黑蛇	2	
	(P.O.Box or Mail Drop Box NOT ACCEPTABLE)	F STATE , FLORIDA	2: 37	
	Lake Worth, Fl. 33463			
	(City / State / Zip)			

Having been named as registered agent and to accept service of process for the above state 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) (DATE)