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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. RACE to the TOP, INC.
(Corporation Name) (Document #) 600004687616--9
-11/19/01--01042--018
*****78.75 *****78.75
2. _____
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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

ARTICLES OF INCORPORATION

ARTICLE I, NAME

The name of this corporation is Race To The Top, Inc.

ARTICLE II, NATURE OF BUSINESS

Race To The Top, Inc. is organized for the purpose of transacting any lawful business for which corporations may be formed in Florida.

ARTICLE III, TERM OF EXISTENCE

The duration of Race To The Top, Inc. is perpetual.

ARTICLE IV, CAPITAL STOCK

Race To The Top, Inc. is authorized to issue 100 shares of common stock, par value \$1.00 per share.

ARTICLE V, ADDRESS

The principle address of Race To The Top, Inc. is:

11829 New Chapel Ct.
Orlando, Fl 32837

and the name of the initial registered agent of this corporation at this address is

Ivan Dominguez
11829 New Chapel Ct.
Orlando, Fl 32837

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ARTICLE VI, INITIAL DIRECTORS

Race To The Top, Inc. shall have one (1) directors, and the number of directors may be changed as provided in the bylaws, but shall never be less than one. The name and address of the initial director is:

Ivan Dominguez
11829 New Chapel Ct.
Orlando, Fl 32837

President/Director

ARTICLE VII, INCORPORATOR

The name and address of the incorporator of this corporation is:

Ivan Dominguez
11829 New Chapel Ct.
Orlando, Fl 32837

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this
15th day of November, 2001.

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

Pursuant to the provisions of section 607.0501, 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 corporation is: Race To The Top, Inc.

2. The name and address of the registered agent and office is:

Ivan Dominguez

11829 New Chapel Ct

Orlando, FL 32837

SIGNATURE

TITLE President / Director

DATE November 15, 2001

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 THE CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION 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 November 15, 2001

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TALLAHASSEE FLORIDA

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