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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

level marketing, inc.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. Name:

The name of this corporation is
Level Marketing, Inc.

2. Duration:

The period of its duration is perpetual.

3. Purpose:

The purpose is to engage in any activities or business permitted under the laws of the United States of America and Florida.

4. Capital Stock:

The corporation is authorized to issue five hundred (500) shares, all of one class, for cash at a par value of one dollar (\$1.00) per share.

5. Principal place of business for this corporation shall be:

6560 NW 6th Court
Margate, FL 33063

6. Initial Board of Directors:

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one (1). The name and address of the initial director of this corporation is:

NAME
Dan Gray

ADDRESS
6560 NW 6th Court
Margate, FL 33063

prepared by:
Barry S. Lindenbaum, C.P.A., P.A.
Certified Public Accountant
767 S State Rd 7 Suite 24
Margate, FL 33068
954-978-5981

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7. Incorporator:

The name and address of the Incorporator signing these Articles of Incorporation is:

NAME
Dan Gray

ADDRESS
6560 NW 6th Court
Margate, FL 33063

8. Initial Registered Agent & Office:

Dan Gray
6560 NW 6th Court
Margate, FL 33063

9. Amendment of Articles:

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

10. Stock Issue:


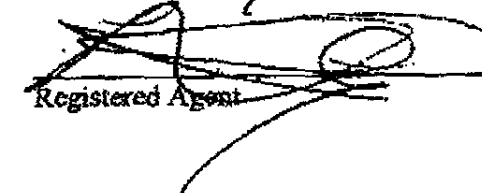
The capital stock of this corporation shall be issued in the following manner:

Dan Gray - five hundred (500) shares

11. Voting:

One share equals one vote.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of these Articles of Incorporation at Margate, Florida, on the 3rd day of December, 2003.


Incorporator

Registered Agent

403000328823

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida statutes, the following is submitted, in
compliance with said Act:

FIRST-THAT Level Marketing, Inc. under the laws of the State of Florida with
its principal office, as indicated in the Articles of Incorporation at City of Margate
County of Broward, State of Florida has named Dan Gray, located at 6560 NW 6th
Court, City of Margate, County of Broward, State of Florida, as its agent to accept
service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at
place designated in this certificate. I hereby accept to act in this capacity, and agree to
comply with the provision of said Act relative to keeping open said office.

By


Signature
Registered Agent

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