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

1. TRAINING FOR LIFE CORP.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
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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

Examiner's Initials

ARTICLES OF INCORPORATION OF TRAINING FOR LIFE CORP.

The undersigned, for the purpose of forming a profit corporation in compliance with Chapter 607 and/or Chapter 621, F.S. (Profit), hereby make, acknowledge, and file the following Articles of Incorporation.

ARTICLE I- NAME

The name of the Profit Corporation shall be **TRAINING FOR LIFE CORP.** (the company).

ARTICLE II - ADDRESS

- (a) The **principal address** of the company shall be 3373 NW 97 Avenue, Miami – Florida 33172
- (b) The **mailing address** of the Company shall be 3373 NW 97 Avenue, Miami – Florida 33172

ARTICLE III - DURATION

The Corporation shall commence its existence as of the date of filing by the Florida Department of State - Division of Corporations. The Company's existence shall be perpetual unless the Company is earlier dissolved through an agreement of the Board of Directors.



Arelis Diaz
My Commission DD312813
Expires April 22, 2008

[Handwritten Signature]
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Arelis Diaz - 12365 SW 18th Street # 201, Miami, Florida 33175.

ARTICLE V - BOARD OF DIRECTORS

JUAN RICARDO DIAZ	12740 NW 11 STREET MIAMI, FL 33182	PRESIDENT
HOWARD L. RICH	9910 NW 45TH STREET CORAL SPRINGS, FL 33065	VICE PRESIDENT
NIMIA CAROLINA CABEZA	12740 NW 11 STREET MIAMI, FL 33182	TREASURER
OLENMA C. FIGUEROA -ALVAREZ	9950 SW 73RD STREET MIAMI, FL 33173	SECRETARY

ARTICLE VI - CAPITAL CONTRIBUTIONS & SHARE DISTRIBUTION

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, each having \$ 1.00 par value.

The mentioned shares will be distributed as follows at the date of filing this Articles of Incorporation:

Juan Ricardo Diaz - 30% - 300 shares

Nimia Carolina Cabeza - 30% - 300 shares

Howard L. Rich - 20% - 200 shares

Olenma C. Figueroa - Alvarez - 20% - 200 shares



Arelis Diaz
My Commission DD312813
Expires April 22, 2008

On dissolution or liquidation of the corporation, the holders of the stock shall be entitled to distribution as they holdings appear above or as of any stock record of the corporation approved by the Board of Directors.


At any set time the majority ownership of the corporation (Juan Ricardo Diaz & Nimia C. Cabeza) chooses to buy out minority shareholders (Howard L. Rich & Olenma C. Figueroa-Alvarez) assets will be distributed as follows:

- The minority would receive 40% of the company's net worth or a minimum of \$150,000.00 in addition to the initial investment of \$50,000.00 if not already paid in full.

ARTICLE VII - ADDITIONAL CAPITAL CONTRIBUTIONS

Mr. Howard L. Rich will make an investment in the sum of \$ 50,000.00 toward the corporation once filed at the Department of State. He will allow 18 months to recover the mentioned capital with differed interest. However if paid in full at the end of the 18 months Mr. Rich will receive \$ 50,000.00 plus \$ 2,500.00 differed interest. In addition, if paid after the 18 months a 10% annual interest will be charged to the company. Also repayment of said loan will be paid back to Mr. Rich within 36 months commencing after the 18 months of starting the corporation.

Juan Ricardo Diaz will contribute his 2005 salary at the yearly rate of \$24,000.00 which will be repaid, assuming Mr. Diaz meets or exceeds his projections and that the company is showing a profit. In addition, if company does not show profit, salaries will not commence and monies will not be paid in arrears. Provided the company shows profit, Mr. Diaz will commence receiving his deferred salary in monthly installments to be paid within 24 months after Mr. Rich recovers his initial investment in the business.

 **Arelis Diaz**
My Commission DD312013
Expires April 22, 2009
[Signature]

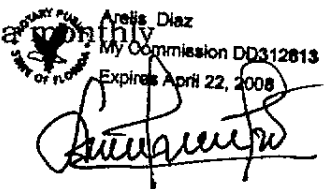
Nimia Carolina Cabeza will contribute her 2005 salary at the yearly rate of \$24,000.00 which will be repaid, assuming Mrs. Cabeza meets or exceeds her projections and that the company is showing a profit. In addition, if company does not show profit, salaries will not commence and monies will not be paid in arrears. Provided the company shows profit, Mrs. Cabeza will commence receiving her deferred salary in monthly installments to be paid within 24 months after Mr. Rich recovers his initial investment in the business.

Each Member shall make additional capital contributions to the Company upon the prior authorization of a majority of the Shareholders.

ARTICLE VIII – COMPANY FINANCES

The corporation funds will be managed as follows:

- There will be one business checking account and all withdrawals will require two signatures at all times:
 - President or Treasurer together with Vice President or Secretary, there will be no exceptions to this agreement.
- In the event that a business Credit Card is obtained any and all charges must be business related and approved by:
 - President or Treasurer together with Vice President or Secretary, there will be no exceptions to this agreement.
- Training for Life Corp. has contracted a company accountant in order to manage bank reconciliations and financial statements, which will have to be distributed among shareholders on a monthly basis.


Arelis Diaz
My Commission DD312813
Expires April 22, 2008


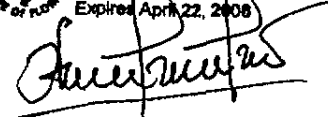
- There will be a petit cash account with a maximum of \$450.00 which must be balanced with proper documentation weekly and the proper report should be submitted to the accountant monthly.
- No pay advancements or loans from company to shareholders or staff members will be made without written authorization from:
 - President or Treasurer together with Vice President or Secretary, there will be no exceptions to this agreement.
- Training for Life Corp. will not cover any personal expenses such as: cell phones, beepers, automobile expenses, etc..

ARTICLE IX – AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholder's meeting by a majority of the stock entitled to vote thereon.

ARTICLE X – AGREEMENTS

Stockholders of said corporation may enter into agreements between themselves respecting their respective rights and duties with reference to the shares of stock of this corporation; and such agreements may include any limitation upon the transferability of assignment to the stock and the conferring of pre-emptive rights of purchase upon the stockholders as condition precedent to the sale of other stock; and such agreement shall be valid and this corporation may join as a party there of.


 Arelis Diaz
 My Commission No. 12813
 Expires April 22, 2008


IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Miami, Florida, on this 17th day of December, 2004.



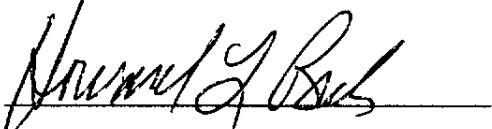
By: Arelis Diaz

ACKNOWLEDGMENT OF APPOINTMENT BY REGISTERED AGENT

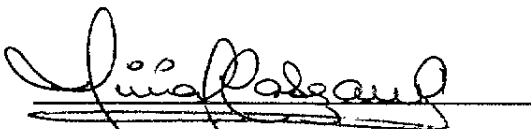
Having been named the registered agent for the above Company at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida Law relative to keeping the registered office open.



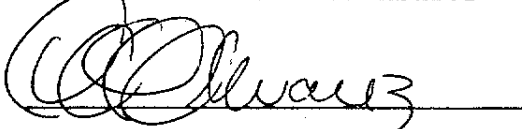
Juan Ricardo Diaz - President



Howard L. Rich - Vice President



Nimia C. Cabeza - Treasurer



Olenma C. Figueroa-Alvarez - Secretary



Arelis Diaz - Registered Agent



Arelis Diaz
My Commission DD312813
Expires April 22, 2008

FILED
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DIVISION OF CORPORATIONS
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