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PUBLIC ACCESS SYSTEM

((H95000002650)) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 311-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770

((H95000002650)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: XAU CORPORATION CURRENT STATUS: REQUESTED
FAX AUDIT NUMBER: H95000002650 TIME REQUESTED: 11:46:26
DATE REQUESTED: 03/08/1995 CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
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TALLAHASSEE, FLORIDA

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VIA
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
XAU CORPORATION

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: **KAU CORPORATION**

ARTICLE XI

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be: 11047 S.W. 138 PLACE
MIAMI FL 33186

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

(1) Transact any and all lawful business.
(2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

RAY STORMONT
EMPIRE CORPORATE KIT COMPANY
1425 West Fluzier Street # 200
Miami, Florida 33125-2200
(305) 541-3604

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To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 5607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

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To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 8607.014;

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 10,000 shares, having an individual par value of NO PAR VALUE.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: PATRICK JACQUEMIN
11047 S.W. 138 PLACE
MIAMI FL 33186

ARTICLE VII

The initial board of Directors shall consist of a total of 2 person(s) and the name and address of the person(s) whom to serve as an initial director(s) is:

PATRICK JACQUEMIN
11047 S.W. 138 PLACE
MIAMI FL 33186

ANDREA SPIEGELBERG
11047 S.W. 138 PLACE
MIAMI FL 33186

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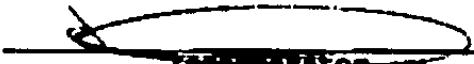
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ARTICLE VIII

The name and address of the incorporator executing these
Articles of Incorporation is:
EMPIRE CORPORATE KIT OF AMERICA, INC.
1492 W. FLAGLER ST #200
MIAMI, FL 33135

The undersigned has executed these Articles of Incorporation
this 08 day of MARCH, 1995.



THE INCORPORATOR
RAY STORMONT/PRESIDENT
SIGNING FOR
EMPIRE CORPORATE KIT OF AMERICA, INC.

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MAR-08-1993 12:51 FROM EMPIRE

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MAR 28 1993
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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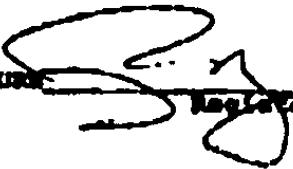
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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.

First that BAU CORPORATION
(Name of Corporation)
desiring to organize under the laws of the State of FLORIDA
(Florida)
with its principal office, as indicated in the articles of incorporation has named PATRICK JACQUEMIN
(Name of Registered Agent)
located at MIAMI, County of DADE
(City) (County)
State of Florida, as its agent to accept service of process within this state.

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 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


Patrick J. Jacquemin

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Leveraged GOLD Network

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Florida Department of State
Amendment Section
PO Box 6327
Tallahassee, FL 32314

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October 17, 1995

To Whom It May Concern:

Enclosed please find an article of amendment to be filed for XAU Corporation.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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XAU Corporation

Articles Of Amendment To Articles Of Incorporation Of XAU Corporation

ON THIS 12th day of October, 1995, at 3741 South Le Jeune Road, Miami, Florida 33146, pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendment of its Articles of Incorporation:

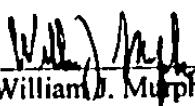
FIRST: The following amendment to article number 1 of the original ~~Articles of~~ ^{AMENDMENT} ~~to be filed~~ ^{10/12/95} ~~hereby~~ ^{FLORIDA SECRETARY OF STATE} ~~on or before~~ ^{10/12/95} incorporation, is hereby adopted, as follows: The corporate name, XAU Corporation, shall be changed upon the effective date of this amendment. The new name of this corporation shall be **LEVERAGED GOLD NETWORK, INC.**

SECOND: No shares have been issued as of this date. Any shares issued hereafter shall be issued in the new corporate name, **LEVERAGED GOLD NETWORK, INC.**

THIRD: The effective date of this amendment shall be upon the filing of this document with the office of the Florida Secretary of State.

FOURTH: This amendment was adopted by the Board of Directors without shareholder action, and shareholder action was not required.

ADOPTED and executed as evidenced below, at the date and place first above written, by:



William J. Murphy III, Director and CEO