

997000030631
(SAMPLE LETTER OF TRANSMITTAL)

FILED
97 APR -3- AM 10-28
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

DATE April 1, 1997

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

Re: LIFETIME FINANCIAL EDUCATION , Inc.
(Name of Corporation)

900002132419--0
-04/03/97--01042--012
****122.50 ****122.50

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50. *Also copy of Name Reservation # 997000001122 Attached.*

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.

James P. Pedigo, Pres
(Individual's Name)
James P. Pedigo

4/4/97
JD
MSame

LIFETIME FINANCIAL EDUCATION, INC.
(Name of Corporation)

MAILING ADDRESS OF CORPORATION		
2273 Alaquia Dr.		
Longwood, Florida 32779		
PHONE		
(407)	333-3330	
Area Code	Number	Ext.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 7, 1997

JIM PEDIGO
FRW FINANCIAL RATE WATCHERS, INC.
2273 ALAQUA DRIVE
LONGWOOD, FL 32779

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The name LIFETIME FINANCIAL EDUCATION, INC. has been reserved for 120 days beginning March 7, 1997. The reservation number is R97000001122 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section.

Emily Prine

Letter number: 697A00011765

ARTICLES OF INCORPORATION

of

LIFETIME FINANCIAL EDUCATION, INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

LIFETIME FINANCIAL EDUCATION, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	<u>2273 Alaquia Dr.</u>		
CITY	<u>Longwood</u>	FLORIDA	ZIP <u>32779</u>

Mailing address, if different

STREET ADDRESS			
CITY		FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	<u>James P. Pedigo, President</u>		
ADDRESS	<u>2273 Alaquia Dr.</u>		
CITY	<u>Longwood</u>	FLORIDA	ZIP <u>32779</u>

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:


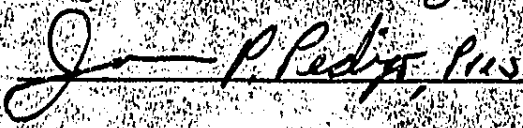
NAME	Ruth Ann Pedigo, Vice President		
ADDRESS	2273 Alaqua Dr.		
CITY	Longwood	STATE Florida	ZIP 32779
NAME	James P. Pedigo, President		
ADDRESS	2273 Alaqua Dr.		
CITY	Longwood	STATE Florida	ZIP 32779
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Ruth Ann Pedigo, Vice President		
ADDRESS	2273 Alaqua Dr.		
CITY	Longwood	STATE Florida	ZIP 32779
NAME	James P. Pedigo, President		
ADDRESS	2273 Alaqua Dr.		
CITY	Longwood	STATE Florida	ZIP 32779
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 1st day of April, 19 97.

 (Signature)
 (Signature)

(Signature)

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

LIFETIME FINANCIAL EDUCATION, INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 2273 Alaquia Dr.

Longwood, Florida 32779

has named James P. Pedigo, President

located at the aforesaid address, as its registered agent to accept service of process within this state.

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TALLAHASSEE, FLORIDA

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.

James P. Pedigo, Pres
(Signature)
James P. Pedigo

4-1-97
(Date)