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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: KDAUDIT.COM, INC.

AUDIT NUMBER.....H97000012062

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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**ARTICLES OF INCORPORATION FOR  
EdAudit.com, Inc.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I - NAME**

The name of the corporation is EdAudit.com, Inc.

**Article II - PRINCIPAL OFFICE**

The Principal place of business and mailing address of this corporation is 1205 Mariposa Avenue, Suite 208, Coral Gables, Florida 33146.

**Article III - OFFICERS**

The name and address of the initial officer(s) is:

President:           Avi Rushinek  
                          1205 Mariposa Avenue  
                          Suite 208  
                          Coral Gables, Florida 33146

**Article IV - SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is TEN MILLION (10,000,000) shares with a \$.00000001 par value.

**Article V - INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent for this corporation is Avi Rushinek, 1205 Mariposa Avenue, Suite 208, Coral Gables, Florida 33146.

**Article VI - INCORPORATOR**

The name and address of the incorporator for this corporation is Avi Rushinek, 1205 Mariposa Avenue, Suite 208, Coral Gables, Florida 33146.

The undersigned incorporator has executed these Articles of Incorporation on this 23th day of July, 1997.

  
Avi Rushinek

Prepared by: Mario J. Louis, Esq., Florida Bar No. 0849154  
Carmel & Associates, P.A., 100 N Biscayne Blvd. #2800, Miami, Florida - (305) 577-8600

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

Pursuant to the provision of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/register agent, in the State of Florida.

The name of the corporation is: EdAudit.com, Inc.

The name and address of the registered agent is: Avi Rushinek, 1205 Mariposa Avenue, Suite 208, Coral Gables, Florida 33146.

Having been named registered agent for the stated corporation, I hereby accept the appointment as a registered agent and I am familiar with and accept the obligation of my position.



Avi Rushinek  
Date 07/23/97

FILED  
97 JUL 24 AM 8:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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