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P98000016595
February 16, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32399

400002435284--7
-02/19/98--01059--004
***122.50 ***122.50

Re: Incorporation of Himalayan Worldwide, Inc.

Gentlemen:

On behalf of the incorporator of the above named corporation,
I am enclosing the following items:

1. Articles of Incorporation
2. My check in the amount of \$122.50 payable to the Florida Department of State representing the filing fee of \$70.00 and the fee for a certified copy of the enclosed Articles of Incorporation after filing.

Please return the letter acknowledging incorporation and the certified copy of the articles to this office.

If there are any questions or problems with this filing,
please call the undersigned collect in an effort to resolve the matter.

Thank you for your cooperation.

Very truly yours,

Wm. Robert Dickey

Wm. Robert Dickey

WRD/dh
cc: Sunil J. Thundathil

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 19 AM 10:05

D. BROWN FEB 20 1998

ARTICLES OF INCORPORATION
OF
HIMALAYAN WORLDWIDE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 19 AM 10:05

ARTICLE I. NAME

The name of this corporation is HIMALAYAN WORLDWIDE, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the following purposes: To render computer literacy training services and related activities; to employ persons to conduct such activities; to acquire and maintain assets and services needed for or helpful to conduct of such activities; and to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100,000 shares of a single class of common stock with a par value of \$1.00 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 12000-4th St. N., Thunderbay Apartments, Apt. 411, St. Petersburg, FL 33716, and the name of the initial registered agent of this corporation at that address is SUNIL J. THUNDATHIL.

ARTICLE VI. CORPORATE PRINCIPAL OFFICE AND ADDRESS

The initial principal office of this corporation and its mailing address is: 12000-4th St. N. _____
Thunderbay Apartments, Apt. 411
St. Petersburg, FL 33716

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time as provided for in the bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation are:

<u>Name</u>	<u>Address</u>
Sunil J. Thundathil	12000-4th St. N. Thunderbay Apartments, Apt. 411 St. Petersburg, FL 33716

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator signing these articles are:

<u>Name</u>	<u>Address</u>
Sunil J. Thundathil	12000-4th St. N. Thunderbay Apartments, Apt. 411 St. Petersburg, FL 33716

ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment to them. Any right conferred upon the shareholders is subject to this reservation. Any such amendment or repeal shall be done in the manner provided by law.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on February 17, 1998.

Sunil J. Thundathil

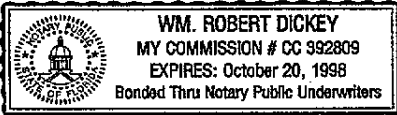
 SUNIL J. THUNDATHIL
 Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)SS

The foregoing Articles of Incorporation of HIMALAYAN WORLDWIDE, INC. were acknowledged before me this 17th day of February, 1998, by Sunil J. Thundathil, the incorporator, who is personally known to me, or x produced a Florida drivers license as identification.

Wm. Robert Dickey (Affix Seal)

 WM. ROBERT DICKEY
 Notary Public
 State of Florida
 My commission expires: 10-20-98



ACCEPTANCE BY REGISTERED AGENT

The undersigned, named above as the initial registered agent of this corporation, is familiar with and does accept the obligations of the position of registered agent of this corporation.

Dated: February 17, 1998

Sunil J. Thundathil

 SUNIL J. THUNDATHIL

These Articles Drafted By:
Wm. Robert Dickey, Attorney
Seminole Office Center, Suite 228
8050 Seminole Mall
Seminole, FL 33772

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 98 FEB 19 AM 10:05