

P98000063946

Paralegal & Attorney Service Bureau, Inc.
d/b/a CAPITOL SERVICES

Requestor's Name
1406 Hays St., Suite 2
Address
Tallahassee, FL 32301 850/878-4734 or
City/State/Zip Phone # 850/656-3992

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****122.50 ****122.50

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

- Level
1. Lion International, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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98 JUL 14 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Walk in Pick up time 7/14 Certified Copy
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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

WPS 15955
4
JUL 21 1998

P. Hall

98 JUL 14 AM 10:45
RECEIVED
DIVISION OF CORPORATION

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

July 14, 1998

CAPITOL SERVICES
1406 HAYS ST, SUITE 2
TALLAHASSEE, FL 32301

*Resubmit
Please back date*

SUBJECT: LION INTERNATIONAL INC.
Ref. Number: W98000015955

We have received your document for LION INTERNATIONAL INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 798A00037459

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98 JUL 21 AM 11:04
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

LEVEL INTERNATIONAL INC.

FILED
98 JUL 14 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation (hereinafter referred to as the "Corporation") under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I: The name of the corporation shall be LEVEL INTERNATIONAL INC.

Article II: The principal place of business and mailing address of this corporation shall be: Curtis, Mallet-Prevost, Colt & Mosle, 101 Park Ave., NY, NY 10178 Atten: William Bricker.

Article III: The number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 all of which are of a par value of \$1.00 dollar each and classified as Common shares.

Article IV: The name and address of the initial registered agent is NRAI Services, Inc., 526 East Park Avenue, Tallahassee, Florida 32301.

The written acceptance of the initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part hereof.

Article V: The name and street address of the incorporator to these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
William L. Bricker, Jr.	101 Park Avenue 35th Floor New York, NY 10178

Article VI: The purposes for which the corporation is organized, in addition to engaging in any or all lawful business for which corporations may be incorporated under the provisions of the Florida Statutes are, but not limited, to buy, sell and otherwise deal in computers and other personal property.

Article VII: The period of duration of the corporation is perpetual.

Article VIII: The corporation shall, to the fullest extent legally permissible under the provisions of the Florida Business Corporation Act, as the same may be amended and

supplemented, shall indemnify and hold harmless any and all persons whom it shall have power to indemnify under said provisions from and against any and all liabilities (including expenses) imposed upon or reasonably incurred by him in connection with any action, suit or other proceeding in which he may be involved or with which he may be threatened, or other matters referred to in or covered by said provisions both as to action in his official capacity and as to action in any other capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer of the corporation. Such indemnification provided shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, Agreement or Resolution adopted by the shareholders entitled to vote thereon after notice.

The undersigned incorporator has executed these Articles of Incorporation this 10th day of July, 1998.


WILLIAM L. BRICKER, JR., Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, 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.

NRAI SERVICES, INC.

By: Sclia Talento, Asst. Sec.

Date: 7-13-98

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98 JUL 14 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA