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TRANSMITTAL LETTER

January 25, 1999

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****122.50 *****78.75

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

SUBJECT: REVOLUTIONS TRAINING CENTER, INC.,
(proposed corporate name)

Gentlemen:

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$122.50.

FROM: STUART I. LEVIN, P.A.,
Name

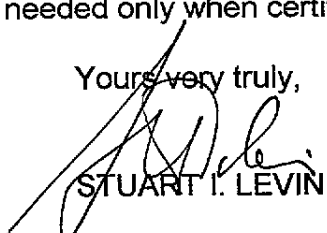
200 South Biscayne Boulevard, Suite 2930
Address

Miami, Florida 33131
City, State, & Zip

(305) 372-9111
Telephone Number

Note: Additional copy of articles is needed only when certified copy is requested.

Yours very truly,


STUART I. LEVIN

ab
Enclosure: As Noted

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2/4

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99 FEB -1 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

REVOLUTIONS TRAINING CENTER, INC.,

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

REVOLUTIONS TRAINING CENTER, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

20501 N.E. 22 Avenue
North Miami Beach, FL 33180

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

FIVE THOUSAND (5,000) shares of Common Stock
having no par value per share.

**ARTICLE IV. INITIAL REGISTERED
AGENT AND ADDRESS**

The name and address of the initial registered agent is:

STUART I. LEVIN, P.A.,
200 South Biscayne Boulevard, Suite 2930
Miami, Florida 33131

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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STATE OF FLORIDA
TALLAHASSEE

ARTICLE VI. OFFICERS AND DIRECTORS

The following are all of the officers and directors:

President and
Director: Richard Edwards

Vice President, Secretary, Treasurer, and
Director: Jodi Edwards

all located at: 20501 N.E. 22 Avenue
North Miami Beach, FL 33180

ARTICLE VII. INCORPORATORS

The names and street addresses of the incorporators of these Articles of Incorporation are:

JODI EDWARDS
20501 N.E. 22 Avenue
North Miami Beach, FL 33180

RICHARD EDWARDS
20501 N.E. 22 Avenue
North Miami Beach, FL 33180

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.

1. The name of the corporation is:

REVOLUTIONS TRAINING CENTER, INC.

2. The name and address of the registered agent and office is:

STUART I. LEVIN, P.A.,
200 South Biscayne Boulevard, Suite 2930
Miami, Florida 33131

SIGNATURE



STUART I. LEVIN, P.A.

TITLE

Its Agent

DATE

1/26/99

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



DATE

1/26/99

REGISTERED AGENT FILING FEE: \$

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99 FEB -1 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA