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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FLORIDA INCORPORATORS, INC.
Account Number : 075350000473
Phone : (305) 661-8503
Fax Number : (603) 761-7427

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.**MUH Educational Financial Services Worldwide, Inc.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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Articles Of Incorporation

OF

MUH Educational Financial Services, Worldwide, Inc.

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is MUH Educational Financial Services, Worldwide, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

FLORIDA INCORPORATORS, INC.
1221 BRICKELL AVE, STE. 900 1
MIAMI, FL 33131
(305) 661-8503

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TALLAHASSEE, FLORIDA

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FIFTH: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000) SHARES of capital stock, \$.001 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is EIGHT (8) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

President, Director:	Eli Kuperman 1823 East 13th Street, Brooklyn, New York 11229
Secretary, Director:	Michael P. Karpenko 1823 East 13th Street, Brooklyn, New York 11229
Treasurer, Director:	Peter M. Karpenko 1823 East 13th Street, Brooklyn, New York 11229
Vice President, Director:	Nadia S. Selskaya 1823 East 13th Street, Brooklyn, New York 11229

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Vice President,
Director:

Olga M. Karpenko
1823 East 13th Street,
Brooklyn, New York 11229

Senior Vice President/
General Counsel,
Director:

Steven M. Schiffman, Esq.
1823 East 13th Street, ,
Brooklyn, New York 11229

Director:

Patrick J. van de Coevering
Elandsstraat 111-II, 1016 RX
Amsterdam, The Netherlands

Vice President,
Director:

Alex G. Moskovstev
1823 East 13th Street,
Brooklyn, New York 11229

SEVENTH: The name and address of the incorporator
is:

Mark Hankins
501 Caligula Avenue
Coral Gables, Fl 33146

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

Florida Incorporators, Inc.
1221 Brickell Avenue, Suite 900
Miami, Fl 33131

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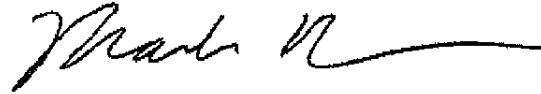
NINTH: The principal office of the corporation is:

MUH Educational Financial Services,
Worldwide, Inc.
3 Kozhevnikeskaya St.
Moscow, Russia

TENTH: The mailing address of the corporation is:

MUH Educational Financial Services,
Worldwide, Inc.
1823 East 13th Street,
Brooklyn, New York 11229

DATED: October 13, 1999

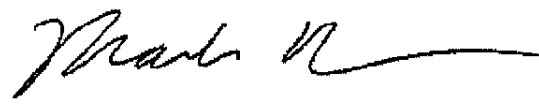


MARK HANKINS
Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent of the corporation.

FLORIDA INCORPORATORS, INC.

By: 

MARK HANKINS, President

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