

70000000/0436

Requester's Name

the Psychology Network, Inc.

20801 Biscayne Blvd., Suite 400  
Miami, FL 33180

EFFECTIVE DATE  
1-19-00

Office Use Only

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

- 1. \_\_\_\_\_  
(Corporation Name) (Document #)
- 2. \_\_\_\_\_  
(Corporation Name) (Document #)
- 3. \_\_\_\_\_  
(Corporation Name) (Document #)
- 4. \_\_\_\_\_  
(Corporation Name) (Document #)

700003109077--5  
-01/25/00--01003--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

- Walk in       Pick up time       Certified Copy
- Mail out       Will wait       Photocopy       Certificate of Status

**NEW FILINGS**

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

**AMENDMENTS**

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

**OTHER FILINGS**

- Annual Report
- Fictitious Name

**REGISTRATION/QUALIFICATION**

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

FILED  
00 JAN 24 PM 2:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Examiner's Initials

**EFFECTIVE DATE**  
1-19-00

ARTICLES OF INCORPORATION  
OF  
THE PSYCHOLOGY NETWORK, INC.

FILED  
00 JAN 24 PM 2:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, F.S. Chap. 607, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I: NAME

The name of the incorporation shall be: THE PSYCHOLOGY NETWORK, INC.

The principal place of business of this corporation shall be:

20801 BISCAYNE BOULEVARD, SUITE 400  
MIAMI, FLORIDA 33180

ARTICLE II: NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III: CAPITOL STOCK

The aggregate number of shares and its par value that this corporation is authorized to have outstanding at any one time is:

2,000,000 SHARES AT \$ .01 PAR VALUE PER SHARE

ARTICLE IV: TERM OF EXISTENCE

This corporation is to exist perpetually from JANUARY 19, 2000.

ARTICLE V: OFFICERS AND DIRECTORS

The name(s) and street address(es) of the initial director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

DANI ITZHAKI, PRESIDENT and DIRECTOR  
20801 BISCAYNE BOULEVARD, SUITE 400  
MIAMI, FLORIDA 33180

ARTICLE VI: NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator to this document is:

DANI ITZHAKI  
20801 BISCAYNE BOULEVARD, SUITE 400  
MIAMI, FLORIDA 33180

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19th day of January, 2000.

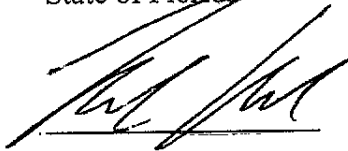


SIGNATURE ACKNOWLEDGEMENT

STATE OF FLORIDA  
COUNTY OF DADE

THE FOREGOING instrument was acknowledged and sworn before me this 19th day of January, 2000, by Dani Itzhaki, who is personally known to me, as incorporator for THE PSYCHOLOGY NETWORK, INC.

NOTARY PUBLIC  
State of Florida



My commission expires:

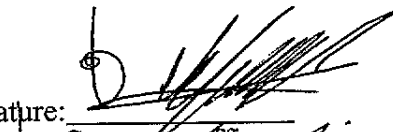



**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of Florida Statute § 607.0501, 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: THE PSYCHOLOGY NETWORK, INC.

2. The name and address of the registered agent and office is (P.O. Box is not acceptable):  
DANI ITZHAKI, 20801 BISCAYNE BOULEVARD, SUITE 400, MIAMI, FLORIDA 33180

Signature:   
Corporate officer  
Title:   
PRESIDENT  
Date: 1/19/2000

FILED  
00 JAN 24 PM 2:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as Registered Agent and to accept service of process for the above-named 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 obligations of my position as Registered Agent.

Signature:   
Date: 1/19/00