

No 1000005616

Bob Olson
P.O. Box 5100
Marco Island, FL 34146-5100
941-394-2000

July 23, 2001

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*****43.75 *****43.75

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****35.00 *****35.00

Dear Sir or Madam:

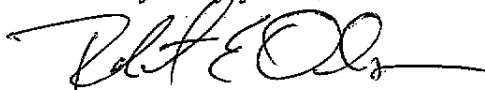
I enclose herewith for filing the Articles of Incorporation for:

Helping Young Americans Inc., a Florida not for profit corporation to be formed.

Also enclosed is my check for \$35 to cover the filing fee.

Thank you for your attention to this matter.

Very truly yours,



Bob Olson

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2001 AUG -8 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BC 8/9

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be: **Helping Young Americans Inc.**

ARTILCE II PRINCIPAL OFFICE

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

**P.O. Box 5100
Marco Island, FL 34146-5100**

ARTICLE III PURPOSES

The purposes for which the corporation is organized are:

Helping young Americans through meeting their needs for moral and ethical media. Examples of meeting such needs would be:

- **Creating and promoting a web site on the Internet that offers news, sports, music, and other material of both an entertainment and educational value, which is current, attractively presented, and free of both content and advertisements that are exploitative through their promotion of pornography or sexual content, emphasis on violence, or other material which glorifies a lifestyle of instant gratification, without thought or consideration of personal values, or how such values contribute to one's satisfaction and happiness in life.**
- **Creating and promoting vehicles which are not Internet-based, such as cable TV and broadcast television and radio, designed for the same purpose as stated above; and,**
- **Such other activities which are permitted under the Florida Not For Profit Corporation Act, approved by the corporation's Board of Directors, and do not jeopardize any tax-exempt status obtained by the corporation through the U.S. Internal Revenue Service.**

ARTICLE IV INITIAL DIRECTORS

The initial directors of the corporation shall be:

Bob Olson, Jery Barton, and John Kirchhofer

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TALLAHASSEE, FLORIDA

ARTICLE V MANNER OF ELECTION OF DIRECTORS

The Directors named above shall serve until their resignation, death or replacement. Directors may be removed in accordance with the requirements of Section 617.0808 of the Florida Not For Profit Corporation Act. Vacancies shall be filled in accordance with the requirements of Section 617.0809 of the Florida Not For Profit Corporation Act.

ARTICLE VI AMENDMENT OF ARTICLES OF INCORPORATION; OTHER ACTS

The corporation shall not have members entitled to vote on any matter. These articles may be amended by the vote of a majority of the Directors who are convened at a meeting called for the purpose of amending the articles, at which a quorum is present and voting.

ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS.

The initial registered agent of the corporation shall be:

Robert Olson
Helping Young Americans Inc.
Suite 150
11983 Tamiami Trail N.
Naples, FL 34108

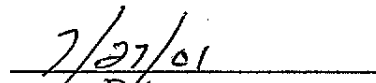
ARTICLE VIII INCORPORATOR

The name and address of the Incorporator of these Articles is:

Robert Olson
P.O. Box 5100
Marco Island, FL 34145-5100



Signature/Incorporator

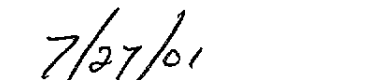


Date

Having been named as registered agent and to accept service of process of the above stated corporation at the place designated in these Articles, 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/Registered Agent



Date

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