

N10000005250

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

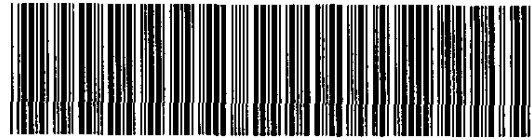
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100181308631

05/28/10--01026--009 **70.00

FILED

2010 MAY 28 PM 4: 52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1.800 JUN 1 2010

COVER LETTER

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

SUBJECT: Conscious Action Network, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Conscious Action Network Inc
Name (Printed or typed)

9050 Pines Blvd # 386
Address

Pembroke Pines FL 33024
City, State & Zip

954-889-0075
Daytime Telephone number

mkastenbaum@mac.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF**

**Conscious Action Network, Inc.
(a Not For Profit corporation)**

2010 MAY 28 PM 4: 52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

The undersigned, acting as Incorporator of Conscious Action Network, Inc., a corporation organized under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME; PRINCIPLE OFFICE AND MAILING ADDRESS

The name of the corporation shall be Conscious Action Network, Inc., (hereinafter, the "Corporation"). The principal office, street address, and mailing address of the Corporation is 9050 Pines Boulevard, Suite 386, Pembroke Pines, FL 33024.

ARTICLE II

PURPOSE

The Corporation is organized to operate exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.

ARTICLE III

POWERS

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized, to raise funds by any legal means for the encouragement of its

purposes; to exercise all powers necessary or convenient to the furtherance of the purpose for which the Corporation is organized, and shall have such other powers as are granted to corporations not for profit under Florida Statutes and case law.

ARTICLE IV

LIMITATIONS

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, directors, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

B. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

C. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by (a) an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, and its regulations, as they now exist or as they may hereafter be amended, or (b) an organization, contributions to which are deductible under Section 170 (c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

D. In the event that the Corporation is deemed to be a "private foundation" within the meaning of Section 509 of the Internal Revenue Code of 1986, as amended, then:

1. The Corporation will distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

2. The Corporation will not engage in any act of self-dealing as defined in the section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

3. The Corporation will not retain any excess business holdings as defined in the Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

4. The Corporation will not make any investments in a manner that would subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

5. The Corporation will not make any taxable expenditures as defined in Section 4945(d) of Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

ARTICLE V

DISTRIBUTIONS OF SURPLUS ON LIQUIDATION

Upon the liquidation, dissolution or other discontinuance of the charitable activities and operations of the Corporation, no surplus remaining after payment of the just debts and liabilities of the Corporation shall be distributed to or amongst any members or directors of the Corporation, but after making provision for the payment of all of the just debts and liabilities of the Corporation, the remaining assets shall be distributed, as selected by the Board of Directors,

to such other organization or organizations as are exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any later federal tax laws, or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be distributed by order of a court of competent jurisdiction of the country in which the principal office of the corporation is then located, to such organization or organizations, as such court shall determine, that are organized and operated exclusively for exempt purposes.

ARTICLE VI
MEMBERSHIP

The Corporation shall not have any voting members.

ARTICLE VII
INCORPORATOR

The name of the Incorporator of the Corporation is Michael Kastenbaum, and the address of said Incorporator is 9050 Pines Boulevard, Suite 386, Pembroke Pines, FL 33024.

ARTICLE VIII
BOARD OF DIRECTORS

The number of persons constituting the initial Board of Directors shall be four (4). The names and addresses of the members of the initial Board of Directors are as follows:

Michael Kastenbaum 9050 Pines Blvd, Suite 386 Pembroke Pines, FL 33024	Eric Golomb c/o Golomb, Schwartz & Cove, PA 9050 Pines Blvd, Suite 386 Pembroke Pines, FL 33024	Brett Paul 300 Television Plaza, Bldg 140 Burbank, CA 91505	Bernard Friedman 7667 Seattle Place LA, CA 90046
--	---	--	--

The method of appointment and election of directors thereafter shall be as stated in the Bylaws, and all other matters concerning the Board of Directors shall be governed by the Bylaws of the Corporation.

ARTICLE IX

OFFICERS

The Corporation shall have such officers as the Board of Directors shall determine and the method of appointment and election of such officers shall be as specified in the Bylaws, and all other matters concerning the officers shall be governed by the Bylaws of the Corporation.

ARTICLE X

BY-LAWS

Bylaws shall be adopted, altered, amended or repealed by majority vote of the Board of Directors and as provided in the Bylaws themselves. The Bylaws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with Florida Law or the Articles of Incorporation.

ARTICLE XI

AMENDMENTS

The Board of Directors may amend, alter, or repeal these Articles of Incorporation or any provisions thereof, and may adopt new Articles of Incorporation or provisions not inconsistent with any provisions of law, at any meeting of the Board of Directors at which a quorum is present, by the affirmative vote of a majority of the Directors, provided that any notice or waiver of notice of such meeting shall fairly summarize or set forth the proposed action with regard to the Articles of Incorporation, and provided further that if Michael Kastenbaum is then

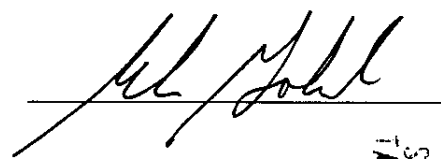
serving as a Director, his vote shall be required for any amendment, alteration, repeal, or restatement of the Articles of Incorporation, or any provisions thereof, to be effective.

ARTICLES XII

REGISTERED OFFICE AND AGENT

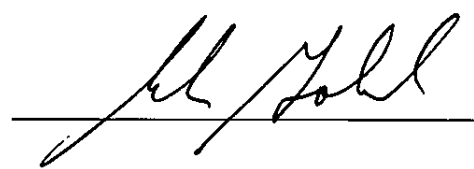
The address of the registered office of the Corporation is 9050 Pines Boulevard, Suite 386, Pembroke Pines, FL 33024, and the name of the registered agent of the Corporation at that address is Eric Golomb.

IN WITNESS WHEREOF, the Incorporated has hereunto fixed his signature this 21 day of May, 2010.



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, named as registered agent in Article XI of the Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with and accepts the obligations imposed upon registered agents under the Florida Not For Profit Corporation Act.



Dated: 5/21/10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
2010 MAY 28 PM 4:52

FILED