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November 25, 1997

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

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-12/01/97--01169--020
****122.50 ****122.50

Re: Articles of Incorporation: G-FORCE, INC.

Dear Sir/Madam:


Enclosed please find the following:

1. One original and a copy of the Articles of Incorporation of the above referenced Corporation.
2. A check in the amount of \$122.50 made payable to the Secretary of State to cover the appropriate filing fees.

Please file the Articles of Incorporation and return to the undersigned a copy of the Articles of Incorporation marked filed by your office.

If you have any questions whatsoever, please do not hesitate to contact the undersigned.
Thank you in advance for your cooperation.

Sincerely,


Scott F. Barnett
For the Firm

FILED
98 JAN 15 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Melissa _____ GAVE
AUTHORIZATION BY PHONE TO
CORRECT Suffix
DATE 1/16/98
DOC. EXAM. _____

W97-27046

mc 1/16/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 3, 1997

SCOTT F. BARNETT, CHARTERED
238 EAST DAVIS BLVD.
TAMPA, FL 33606-3756

SUBJECT: G-FORCE, INC.
Ref. Number: W97000027046

We have received your document for G-FORCE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 397A00057222

FILED

ARTICLES OF INCORPORATION

98 JAN 15 AM 10:07

OF

GENERATION FORCE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(the "Corporation")

a Florida Not for Profit Corporation

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not for Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the Corporation is:

GENERATION FORCE , INC.

ARTICLE II - DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III - PURPOSE

The Corporation is a not for profit corporation. The Corporation is formed for the purpose of providing Educational Opportunities to young people promoting abstinence.

ARTICLE IV - NON-STOCK CORPORATION

A. The Corporation is organized upon a nonstock basis as defined in Section 617.011 of the Florida Statutes.

ARTICLE V - PRINCIPAL OFFICE

The principal office and street address and initial mailing address of the Corporation is:

554 ROBIN HILL CIRCLE
BRANDON, FLORIDA 33510

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

A. The name of the initial Registered Agent of this Corporation at such address is:
SCOTT F. BARNETT

B. The street address and mailing address of the initial Registered Office of this Corporation is:

238 EAST DAVIS BOULEVARD, SUITE 205
TAMPA, FLORIDA 33606

ARTICLE VII - BOARD OF DIRECTORS

The powers of the Corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The manner of selection of the members of the Board of Directors shall be established in the Bylaws of the Corporation.

A. **INITIAL BOARD OF DIRECTORS.** The Corporation shall have FOUR (4) Director(s) initially. The number of Directors may be either increased or diminished from time to time by appropriate amendment to the bylaws but shall never be less than three.

B. **DIRECTOR'S ACTIONS.** Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, of all the directors shall individually or collectively consent or consents in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation [and bylaws] of this Corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

C. **ELECTION AND REMOVAL OF DIRECTORS.** The method of election and removal of directors shall be set forth in the bylaws.

ARTICLE VIII - INCORPORATOR

A. The name of the persons signing these Articles is:

SCOTT F. BARNETT

B. The address of the person signing these Articles of Incorporation is:

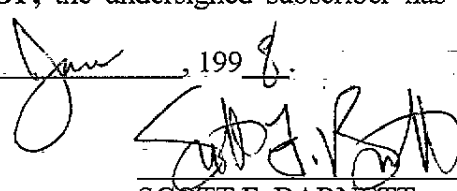
238 EAST DAVIS BOULEVARD, SUITE 205
TAMPA, FLORIDA 33606

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

Every Amendment shall be approved by the Board of Directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 13 day of Jan, 1998.


SCOTT F. BARNETT

STATE OF FLORIDA)
)
COUNTY OF HILLSBOROUGH)

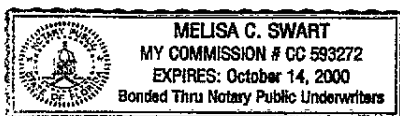
THE FOREGOING INSTRUMENT was acknowledged before me this 13th day of January, 1998 by SCOTT F. BARNETT, who ☒ is personally known to me or _____ has produced _____ as identification and did not take an oath. Notary, check appropriate blank; and, if obtaining identification, fill in appropriate identification number.]

Melisa C. Swart
Notary Public

Melisa C. Swart
(Printed Name of Notary)

My Commission Expires:

CC 593272
(Serial Number, if any)



ACKNOWLEDGMENT OF RESIDENT AGENT

Having been named to accept service of process for GENERATION FORCE ^{INC.} at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Section 48.04, Florida Statutes, relative to keeping open said office.



SCOTT F. BARNETT

FILED
98 JAN 15 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA