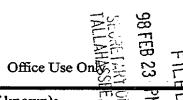
N9900000348

Reach Out America Center C/O Timothy Eberton 1600 N. 70th Way



Hollywood, FL 33024		Office Use (
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W99-110Z



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 20, 1999

TIMOTHY EBERTON
REACH OUT AMERICA CENTER INC.
1600 N 70TH WAY
HOLLYWOOD, FL 33024

SUBJECT: REACH OUT AMERICA CENTER INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT (P98000017325) corporation. Please be advised, we have corrected our records to reflect this corporation as a NON PROFIT corporation and assigned new document number N99000000348 with the original file date of February 23, 1998.

Any annual reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Letter number: 399A00002591

Sincerely, Beth Register Corporate Specialist Supervisor New Filings Section



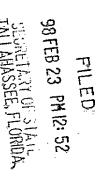
FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 29, 1998

TIMOTHY EBERTON 1600 N 70TH WAY HOLLYWOOD, FL 33024

SUBJECT: REACH OUT AMERICA CENTER INC.

Ref. Number: W98000002042



We have received your document for REACH OUT AMERICA CENTER 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):

Please refer to chapter 617, Florida Statutes, or state the corporation is not-for-profit in your articles of incorporation.

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) 487-6904.

Freida Chesser Corporate Specialist

Letter Number: 798A00005017

ARTICLES OF INCORPORATION OF REACH OUT AMERICA CENTER INC.

FILED

98 FEB 23 PM 12: 52

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this Coproration shall be:

REACH OUT AMERICA CENTER INC.

ARTICLE II

PURPOSE

This corporation is organized for the purpose of addressing the causes of first and second-time youth offenders becoming involved in the juvenile justice process. The corporation shall educate these offenders regarding the importance of the learning process. It will endeavor to inform youth regarding the importance of education.

Said organization is organized exclusively for charitable, religious, education, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (d) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of porpaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exampt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, of (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be dispensed of by the Court of Common Pleas for the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office and registered office of this corporation is:

1600 North 70th Way, Hollywood, Florida 33024

and the name of the initial registered agent of this corporation at the above address is:

Timothy Eberton

ARTICLE IV

DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Director of this corporation is:

Patricia Manley 1600 North 70th Way Hollywood, FL 33024

Timothy Eberton 1600 North 70th way Hollywood, Fl. 33024 Vera Manley 1600 North 70th Way Hollywood, FL 33024

ARTICLE V

INCORPORATORS

The name and address of the person signing these Articles is:

Timothy Eberton 1600 North 70th Way Hollywood, FL 33024

ARTICLE VI

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE VII

INDEMNIFICATION

The corporation shall indemnify any officer or director or former officer or former director to the full extent permitted by law.

ARTICLE VIII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Article of Incorporation on this 187

Day of January, 1998.

Tiff the

STATE OF FLORIDA COUNTY OF BROWARD

I HEREBY CERTIFY that on this LST Day of January, 1998, personally appeared before me, the undersigned authority, Timothy Eberton to me well known and known to me to the individuals described in and who executed the foregoing Article of Incorporation, and acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.



My commission Expires: /-//- 0/

JANUARY 1/, 1998 22. CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES. THE FOLLOWING IS SUBMITTED;

REACH OUT AMERICA CENTER INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA

WITH ITS PRINCIPAL PLACE OF BUSINESS AT 1600 NORTH 70th WAY, HOLLYWOOD, 33024, COUNTY OF BROWARD, STATE OF FLORIDA. AS IT'S AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

(CORPORATE OFFICER)

TITLE Director President

DATE 1/22/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITES AS REGISTERED AGENT OF SAID CORPORATION, AND I HEREBY COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

DATE