

Charter Number Only

VALUATION ONLY

11/19/99
Jeffrey Karser
Requestor's Name
9825 W. Sample Road #201
Address
Coral Springs, FL 33065
City State ZIP Phone
954 345 7677 C

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*****78.75 *****78.75

CORPORATION(S) NAME

American Men's Association Network, cnc



Empire Toll Free: 1-800-432-3028

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation | <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call If Problem | <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Mail |
| <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up | |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE OF INCORPORATION
OF
AMERICAN MEN'S ASSOCIATION NETWORK, INC.
(A Not-For-Profit Corporation)**

I, the undersigned subscriber to this Certificate of Incorporation, being a natural person competent to contract, do hereby form a not for profit corporation under the laws of the State of Florida, pursuant to the provisions of Chapter 617, Florida Statutes.

ARTICLE I

NAME

The name of the Corporation is:

American Men's Association Network, Inc.

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The purposes for which the Corporation is organized are to promote the betterment, potential and well-being of men and discourage negative prejudices and restrictions associated with the male gender; to assist and promote equal rights and responsibilities of men in all aspects of citizenship, public service, employment, education and family life; and encourage freedom from discrimination because of race, ethnic origin, age, marital status, sexual preference and orientation, and parenthood; and to achieve the purposes stated in the corporation's bylaws, and;

(a) To engage in all lawful activities not inconsistent with the statutes of the corporation as a not-for-profit entity as limited by Florida Law and any applicable laws and regulations of the

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Federal Government of the United States of America.

(b) To have perpetual succession by its corporate name unless a limited period of duration is stated in its Articles of Incorporation.

(c) To sue and be sued, complain, and defend its corporate name in all actions or proceedings.

(d) Adopt, use, and alter a common corporate seal. However, such seal must always contain the words "corporation not for profit."

(e) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income

(g) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.

(h) Adopt, change, amend, and repeal bylaws, not inconsistent with law or its articles of incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.

(i) Increase, by a vote of its directors cast as the bylaws may direct, the number of its directors so that the number shall not be less than three but may be any number in excess thereof.

(j) Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income.

(k) Conduct its affairs, carry on its operations, and have offices and exercise the powers

granted by this act in any state, territory, district, or possession of the United States or any foreign country.

(l) Purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property, or any interest therein, wherever situated.

(m) Acquire, enjoy, utilize, and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein.

(n) Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property or assets.

(o) Purchase, take, receive, subscribe for, or otherwise acquire, own hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of and otherwise use and deal in and with, shares and other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.

(p) Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds loaned or invested except as prohibited by Statute 617.0833.

(q) Make donations for the public welfare or for religious, charitable, scientific, educational, or other similar purposes.

(r) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.

(s) Merge with other corporations both for profit and not for profit, domestic and foreign,

if the surviving corporation is a corporation not for profit.

(t) To engage in lawful not for profit activities intended to achieve the corporation's above described purposes, at all times consistent with the Articles of the American Men's Association Network, Inc. Charter.

ARTICLE IV

MEMBERSHIP

The qualifications for members and the manner of their admission and removal will be provided for, and regulated by the corporation's bylaws.

ARTICLE V

CORPORATE STOCK

This corporation is organized on a non-stock basis.

ARTICLE VI

INITIAL ADDRESS

The initial street address of the principal office of this corporation is to be at:

7154 North University Drive
Suite 156
Tamarac, Florida 33321

The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VII

DIRECTORS

The number of directors of this Corporation shall be as provided by the Bylaws, but shall not be less than ~~four~~ ^{three} in number nor more than nine (9), and shall be six (6) in number until otherwise fixed or changed by the Bylaws.

ARTICLE VIII
INITIAL DIRECTORS

The name and addresses of the first Board of Directors who, subject to the provisions of the Certificate of Incorporation, the Bylaws of this Corporation, and the laws of Florida, shall hold office until their successors are chosen at the First Annual Meeting of this Corporation to be held at the time and place provided for by the Bylaws, are as follows:

<u>Name</u>	<u>Address</u>
Gregory J. Higgins, Sr.	6703 NW 77 th Street Tamarac, Florida 33321
Kevin M. Higgins	6606 NW 76 th Court Tamarac, Florida 33321
Harold P. Higgins	4011 Route 7 Craryville, NY 12521
Harold L. Higgins	6606 NW 76 th Court Tamarac, Florida 33321
Thomas Lezell	3209 NW 85 th Avenue Coral Springs, Florida 33065
Joseph Nicolosi	8156 NW 68 th Avenue Tamarac, Florida 33321

ARTICLE IX
SUBSCRIBER

The names and addresses of the Subscriber to the Certificate of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Gregory J. Higgins, Sr.	6703 NW 77 th Street Tamarac, Florida 33321

ARTICLE X

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 9825 West Sample Road Suite 201, Coral Springs, Florida 33065; and the name of the initial registered agent of this corporation is: Jeffrey P. Kaiser, Esq..

ARTICLE XI

BYLAWS

The power to adopt, alter, amend and/or repeal bylaws shall be vested in the shareholders.

ARTICLE XII

AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provisions herein contained in these Articles of Incorporation, the manner now or hereafter prescribed by law, and all rights, powers, privileges and discretion granted or conferred upon stockholders or directors herein are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 18th day of NOVEMBER, 1999.



Gregory J. Higgins

STATE OF FLORIDA

SS


COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Gregory J. Higgins,

known to me to be the person(s) described in and who executed the foregoing instrument, or who produced identification consisting of DRIVERS LICENSE, FLORIDA, and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 18th day of NOVEMBER, 1999.

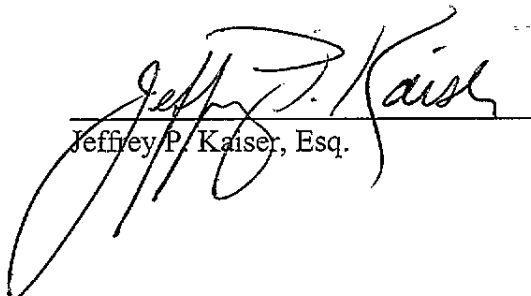

NOTARY PUBLIC, STATE OF FLORIDA
My commission expires:

 Linda L. Bevans
My Commission CC738158
Expires April 29, 2002

 Linda L. Bevans
My Commission CC738158
Expires April 29, 2002

ACCEPTANCE AS REGISTERED AGENT

I HEREBY ACCEPT the designation as registered agent of American Men's Association Network, Inc., a Florida Corporation, contained in its Articles of Incorporation filed with the Secretary of State of the State of Florida, and as such I am authorized to accept service of process for the corporation and act in all other capacities as duly authorized registered agent of said corporation.


Jeffrey P. Kaiser, Esq.

STATE OF FLORIDA

SS


COUNTY OF BROWARD


BEFORE ME, the undersigned authority, personally appeared Jeffrey P. Kaiser, Esq., known to me to be the person(s) described in and who executed the foregoing instrument, or who

produced identification consisting of PERSONALLY KNOWN, and he
acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 18th day of NOVEMBER, 1999.


NOTARY PUBLIC, STATE OF FLORIDA
My commission expires:

 Linda L. Bevans
My Commission CC738158
Expires April 29, 2002

 Linda L. Bevans
My Commission CC738158
Expires April 29, 2002

This instrument prepared by:

THE LAW OFFICES OF JEFFREY P. KAISER, ESQ.
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The Colonial Building - Suite 201
Coral Springs, Florida 33065
PH: (954) 345-7177
FAX: (954) 345-6690
www.lawyeronyourcase.com

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