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Florida Department of State

Division of Corporations

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From:
Account Name : EMPIRE CORPORATE KIT COMPANY
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00 MAY 26 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

ZOLRAK & DURKON PSYCHIC NETWORK, INC.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ZOLRAK & DURKON PSYCHIC NETWORK, INC.

The undersigned incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I
Name and Principal Office of Corporation

The name of this Corporation shall be ZOLRAK & DURKON PSYCHIC NETWORK, INC. The initial mailing address of the Corporation shall be 12700 Biscayne Boulevard, Transatlantic Bank Building, Suite 402, North Miami, Florida 33161.

ARTICLE II
Purpose and Nature of Business

The general nature of the business and activities to be transacted and carried on by this Corporation is to transact all lawful business for which corporations may be incorporated under the Florida Business Corporations Act, as hereafter amended and supplemented, and any successor statute thereto, as thereafter amended and supplemented.

The general purposes specified in the foregoing clauses of this Article shall, unless expressly limited, not be limited or restricted by reference to, or inference from, any provisions in this or any other Article of these Articles of Incorporation, shall be regarded as independent purposes and shall be construed as powers as well as purposes.

ARTICLE III
Capital Stock

The total authorized capital stock of the Corporation shall be 5,000,000 shares of Common Stock, par value $1.00 per share.

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ARTICLE IV
Incorporator

The name and street address of the Incorporator of this Corporation is as follows:

Zolrak & Durkon, Inc.
1470 N.E. 123rd Street
Greenwich Tower, Suite 807
North Miami, Florida 33161

ARTICLE V
Term of Corporate Existence

The Corporation shall commence its existence on May 25, 2000 and shall have perpetual existence, unless dissolved according to law.

ARTICLE VI
Address of Registered Office and Registered Agent

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 12700 Biscayne Boulevard, Transatlantic Bank Building, Suite 402, North Miami, Florida 33161, and the name of the initial Registered Agent of the Corporation at the above address shall be Zolrak & Durkon, Inc. The Board of Directors may from time to time move the office to any other address in the State of Florida and change the Registered Agent.

ARTICLE VII
Number of Directors

The business of this Corporation shall be managed by a Board of Directors consisting of not fewer than one (1) but not more than three (3) persons, the exact number to be determined from time to time in accordance with the By Laws, and until such time as the By Laws have been adopted, the Board of Directors shall consist of one person.

ARTICLE VIII
Initial Board of Directors

The names and street address of the members of the initial Board of Directors of this Corporation, who shall hold office indefinitely, is as follows:

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Carlos Cesar D'Arezzo
Jose Ricardo Monge

ARTICLE IX
By Laws

The Board of Directors shall adopt By Laws for the Corporation. The By Laws may be amended, altered or repealed by the shareholders or directors in any manner permitted by the By Laws.

ARTICLE X
Financial Information

The Corporation shall not be required to file a balance sheet and a profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the shareholders each fiscal year hereafter unless a resolution to the contrary has been adopted by the shareholders not later than four (4) months after the close of such year.

ARTICLE XI
Amendment

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this the 25th day of May, 2000.

Attest:

Carlos C. D'Arezzo, Secretary

ZOLRAK & DURKON, INC.

By:

Carlos C. D'Arezzo, President
Incorporator

Zolrak & Durkon, Inc.
1470 N.E. 123rd Street
Greenwich Tower, Suite 807
North Miami, Florida 33161

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CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE

In compliance with Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

ZOLRAK & DURKON PSYCHIC NETWORK, INC., desiring to organize as a corporation under the laws of the State of Florida, has designated 12700 Biscayne Boulevard, Transatlantic Bank Building, Suite 402, North Miami, Florida 33161 as its initial Registered Office and has named Zolrak & Durkon, Inc., with a business office located at said address, as its initial Registered Agent.

Date: May 25, 2000

Attest:

Carlos C. D'Arezzo, Secretary

ZOLRAK & DURKON, INC.

By:

Carlos C. D'Arezzo, President
Incorporator

Zolrak & Durkon, Inc.
1470 N.E. 123rd Street
Greenwich Tower, Suite 807
North Miami, Florida 33161

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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named as Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

Date: May 25, 2000

Attest:

Carlos C. D'Arezzo, Secretary

ZOLRAK & DURKON, INC.

By:

Carlos C. D'Arezzo, President
Registered Agent

Zolrak & Durkon, Inc.
1470 N.E. 123rd Street
Greenwich Tower, Suite 807
North Miami, Florida 33161

with a business office at:

12700 Biscayne Boulevard,
Transatlantic Bank Building, Suite 402
North Miami, Florida 3316

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