P00000101313

TRANSMITTAL LETTER

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

500003415205--08 -10/05/00--01085--008 -*****70.00 *****70.00

SUBJECT:

ALL FLORIDA REFERRAL NETWORK, INC.

(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of incorporation and a check for:

\$70.00

□ \$78.75

Filing Fee

Filing Fee

& Certificate of Status

FROM:

David L. Bessette

Name

1301 Beville Road, #21

Address

Daytona Beach, FL 32119

City, State, & Zip

(904) 760-6100

Telephone Number

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

509 WOO-24339

9710/27/00



FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

00 OCT 27 PM 1: 18

FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 6, 2000.

DAVID L. BESSETTE 1301 BEVILLE ROAD #21 DAYTONA BEACH, FL 32119

SUBJECT: ALL FLORIDA REFERRAL NETWORK, INC.

Ref. Number: W00000024339

We have received your document for ALL FLORIDA REFERRAL NETWORK, INC.. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

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) 487-6973.

Claretha Golden Document Specialist

Letter Number: 000A00053114

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ARTICLES OF INCORPORATION OF ALL FLORIDA REFERRAL NETWORK, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation in compliance with Chapter 607 and/or Chapter 621, F.S. (Profit).

ARTICLE I NAME

The name of the corporation shall be:

ALL FLORIDA REFERRAL NETWORK, INC.

ARTICLE II __ ADDRESS

The principle place of business and mailing address of this corporation shall be:

1301 BEVILLE ROAD, #21
DAYTONA BEACH, FLORIDA 32119

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

TEN THOUSAND (10,000) SHARES OF STOCK AT \$1.00 PAR VALUE. STOCK MAY BE ISSUED FOR MONEY, PROPERTY OR SERVICES, AND THE DETERMINATION OF THE DIRECTORS OF THIS CORPORATION AS TO THE VALUE OF ANY OF THE SAME SHALL BE CONCLUSIVE.

ARTICLE IV _ INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

DAVID L. BESSETTE

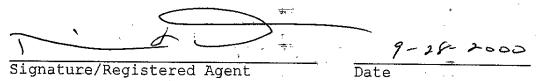
5 FORESTVIEW WAY

ORMOND BEACH, FL 32174

Acceptance by the registered agent:

Having been named as registered agent and to accept service of process for the above stated corporation, All Florida Referral Network, Inc., at the place designated in this certificate, I hereby accept the appointment as

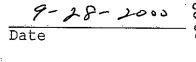
registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



ARTICLE V INCORPORATORS

The name and street address of the incorporator to these Article of Incorporation is:





ARTICLE VI TERM

The existence of this corporation shall be perpetual.

ARTICLE VII PURPOSES

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE VIII DIRECTORS

This corporation shall have two (2) directors, initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one. The name and post office address of the initial board of directors and their offices are:

| PRESIDENT | ORMOND BEACH, FI | |
|---|------------------|--|
| PAMELA S. BESSETTE' SECRETARY TREASURER | 5 FORESTVIEW WAY | |

DIVISION OF CORPORATIONS

ARTICLE IX

00 OCT 27 PM 1: 18

The names and addresses of the initial officers of this corporation are:

DAVID L. BESSETTE PRESIDENT

5 FORESTVIEW WAY

ORMOND BEACH, FL 32174

PAMELA S. BESSETTE SECRETARY, TREASURER

5 FORESTVIEW WAY ORMOND BEACH, FL

ARTICLE X ADDITIONAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, in creating, dividing, limiting and regulation the powers of the corporation, its stockholders and directors are hereby adopted:

- 1) STOCKHOLDERS MAY INCLUDE IN THEIR AGREEMENTS AMONG THEMSELVES THE FOLLOWING AS VALID MATTERS OF AGREEMENT.
 - A) ANY LIMITATION UPON TRANSFERABILITY OR ASSIGNMENT OF STOCK.
 - B) THE CONFERRING OF PREEMPTIVE RIGHTS OF PURCHASE UPON STOCKHOLDERS AS CONDITIONS PRECEDENT TO THE SALE OF ANY OTHER STOCK.
- 2) NO PERSONS SHALL BE REQUIRED TO OWN, HOLD OR CONTROL STOCK IN THE CORPORATION AS A CONDITION TO HOLDING AN OFFICE IN SAID CORPORATION UNLESS SO REQUIRED BY STATUTE.
- 3) THE DIRECTORS MAY PRESCRIBE A METHOD OR METHODS FOR THE REPLACEMENT OF LOST CERTIFICATES, AND PRESCRIBE REASONABLE CONDITIONS BY WAY OF SECURITY UPON RE-ISSUE OF A NEW CERTIFICATE THEREFOR.
- 4) THE OFFICERS OF THIS CORPORATION SHALL BE PRESIDENT, SECRETARY, TREASURER AND SUCH OTHER OFFICERS AND AGENTS AS MAY BE DEEMED NECESSARY. ALL OFFICERS AND AGENTS THAT MAY BE DEEMED NECESSARY SHALL BE CHOSEN IN SUCH MANNER, HOLD THEIR OFFICES FOR SUCH TERM AND HAVE SUCH POWER AND DUTTES AS MAY BE PRESCRIBED BY THE BY-LAWS OR DETERMINED BY THE BOARD OF DIRECTORS. ANY PERSON MAY HOLD TWO OR MORE OFFICES.
- 5) THE CORPORATION SHALL INDEMNIFY AND HOLD HARMLESS THE STOCKHOLDERS FOR ANY AND ALL SUITS, ACTIONS AND CLAIMS BROUGHT AGAINST THE CORPORATION.