

1608 Gulf Beach Blvd.
Tarpon Springs, FL 34689

727-942-0220
727-938-3402 Fax

Frank@acaringcall.com

A Caring Call, Inc.

PO1000104565

October 24, 2001

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

Re: Articles of Incorporation of
TAKE 1 NEWS, INC.

400004656944--4
-10/29/01--01052--008
*****87.75 *****87.50

Ladies and Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation of the above referenced corporation, along with a check to cover the applicable filing fees.

Please file the Articles and issue the corporate charter to the following address:

Suite A
3795 Alternate 19
Palm Harbor, FL 34683

Thank you for your assistance.

Sincerely,



Frank W Webster, EA

Enclosures

Accounting for the 21st Century

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gy 10/30

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

OF TAKE 1 NEWS, INC.

ARTICLE I NAME

The name of the Corporation shall be:

TAKE 1 NEWS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address shall be:

Suite A

3795 Alternate 19

Palm Harbor, FL 34683

ARTICLE III PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the laws of the United States and the Staet Of Florida, other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the State of Florida Corporations Code.

ARTICLE IV SHARES

The total number of shares of which the Corporation shall have the authority to issue is 1000, and the par value of each share shall be \$1.00.

ARTICLE V INITIAL OFFICERS/DIRECTORS

To the fullest extent permitted by the Florida Business Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a director of the corporation shall be personally liable to the corporation or any of its shareholders for monetary damages for breach of duty as a director. No amendment or repeal of this Article nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal, or adoption.

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have

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TALLAHASSEE, FLORIDA

two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

David Howell
Director
2510 Islander Ct.
Palm Harbor, FL. 34683

Basil Pertsas
Director
Suite A
3795 Alternate 19
Palm Harbor, FL 34683

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

David Howell
President
2510 Islander Ct.
Palm Harbor, FL. 34683

Basil Pertsas
CEO, Sec./Treas.
Suite A
3795 Alternate 19
Palm Harbor, FL 34683

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

David Howell
2510 Islander Ct.
Palm Harbor, FL. 34683

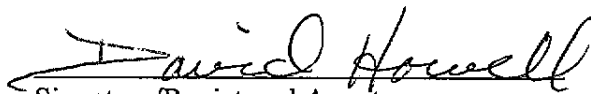
ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

A Caring Call, Inc.
1608 Gulf Beach Blvd.
Tarpon Springs, FL 34689-2218

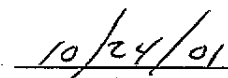
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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity


Signature/Registered Agent


Date


Signature/Incorporator


Date