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Division of Corporations

Parcorp Services, Ltd.

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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : PARCORP SERVICES, LTD.
Account Number : 119990000011
Phone : (800) 603-2533
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

AMERICAN CLUB NETWORK, INC.

Certificate of Status	0
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STATE OF FLORIDA
ARTICLES OF INCORPORATION OF
AMERICAN CLUB NETWORK, INC.

FIRST: The corporate name that satisfies the requirements of Section 607.0401 is:
"AMERICAN CLUB NETWORK, INC."

SECOND: The street address of the initial principal office of the corporation shall be 7777 Glades Road, Ste. 211, Boca Raton, FL 33434, and the mailing address of the corporation shall be the same.

THIRD: The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

FOURTH: The number of shares the corporation is authorized to issue is 6,000,000 shares of common stock having No Par Value per share.

FIFTH: The street address of the initial registered office of the corporation 7777 Glades Road, Ste. 211, Boca Raton, FL 33434, and the name of its initial registered agent at such address is: Philip Nadel.

SIXTH: This corporation is to exist perpetually.

SEVENTH: The number of Directors constituting the initial Board of Directors of the Corporation is One (1), and the name(s) and address(es) of the person(s) whois/ are to serve as Director(s) until the first annual meeting of the Shareholders or until their successors are elected and qualify is/are:

Philip Nadel, 7777 Glades Road, Ste. 211, Boca Raton, FL 33434
William Diamond, 7777 Glades Road, Ste. 211, Boca Raton, FL 33434

EIGHTH: The name and street address of the incorporator to these Articles of Incorporation:

David L. Surina, 931 W. 75th Street, Ste. 137-317, Naperville, IL 60565

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 4th day of March, 2003.

Preparer Info:

David L. Surina / Parcorp Services, Ltd.
931 W. 75th Street, Ste. 137-317
Naperville, IL 60565

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David L. Surina, Incorporator

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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

AMERICAN CLUB NETWORK, INC.

Acceptance by the Registered Agent as required in section 607.0501 (3)
F.S.: Philip Nadel, is familiar with and accepts the obligations provided for
in Section 607.0505.

Dated: March 4 2003

BY 

Philip Nadel

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