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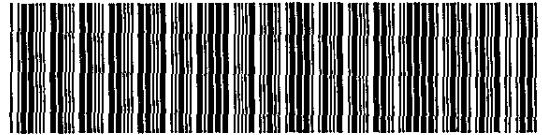
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

08/11/6

*LAW OFFICES OF ROBERT J. ARNOLD, P.A.*

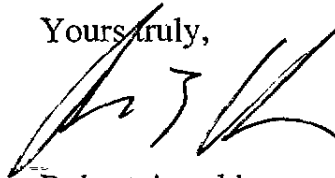
October 20, 2003

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

Dear Sir/Madam:

I have enclosed the Articles of Incorporation for "The Way Out, Inc." I have also enclosed my firm's check for \$87.50 to cover the costs of the filing and certification fees. If you should have any questions regarding this matter, please feel free to contact me.

Yours truly,

A handwritten signature in black ink, appearing to be 'R. J. Arnold', written over a horizontal line.

Robert Arnold

**ARTICLES OF INCORPORATION**  
**OF**  
**THE WAY OUT, INC**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation pursuant to and by virtue of the Florida Statutes, hereby adopts and executes the following Articles of Incorporation.

**ARTICLE I**  
**NAME**

The name of the corporation shall be "The Way Out, Inc."

**ARTICLE II**  
**REGISTERED OFFICE AND AGENT**

The name of the initial resident agent and the street address of the initial registered office in the State of Florida where process may be served upon the corporation is Robert Arnold, 8619 Wendy Lane East, West Palm Beach, Florida 33411. The corporation may, from time to time, in the manner provided by law, change the resident agent and the registered office within the State of Florida. The corporation may also maintain an office or offices for the conduct of its business, either within or without the State of Florida.

**ARTICLE III**  
**CAPITAL STOCK**

**Section 1. *Authorized Shares.*** The aggregate number of shares which the corporation shall have authority to issue shall consist of two thousand (2,000) shares of common stock, par value \$0.01.

**Section 2. *Assessment of Stock.*** The capital stock of the corporation, after the amount of the subscription price has been fully paid in, shall not be assessable for any purpose, and no stock issued as fully paid shall ever be assessable or assessed. No stockholder of the corporation is individually liable for the debts or liabilities of the corporation.

## ARTICLE IV DIRECTORS AND OFFICERS

**Section 1. *Number of Directors.*** The members of the governing board of the corporation are styled as directors. The board of directors of the corporation shall be elected in such manner as shall be provided in the bylaws of the corporation. The initial board of directors shall consist of at least one (1) and not more than ten (10) individuals. The number of directors may be changed from time to time within this range in such manner as shall be provided in the bylaws of the corporation.

**Section 2. *Initial Directors.*** The name and post office box or street address of the director constituting the initial board of directors and the initial address of the corporation is:

Name	Address
Jose Feal	Post Office Box 2613 Palm Beach, Florida 33480

**Section 3. *Payment of Expenses.*** In addition to any other rights of indemnification permitted by the laws of the State of Florida or as may be provided for by the corporation in its bylaws or by agreement, the expenses of officers and directors incurred in defending a civil or criminal action, suit or proceeding, involving alleged acts or omissions of such officer or director in his or her capacity as an officer or director of the corporation, must be paid, by the corporation or through insurance purchased and maintained by the corporation or through other financial arrangements made by the corporation, as they are incurred and in advance of the final disposition of the action, suit or proceeding, upon receipt of an undertaking by or on behalf of the director or officer to repay the amount if it is ultimately determined by a court of competent jurisdiction that he or she is not entitled to be indemnified by the corporation.

**Section 4. *Limitation on Liability.*** The liability of directors and officers of the corporation shall be eliminated or limited to the fullest extent permitted by the Florida Revised Statutes. If the Florida Statutes are amended to further eliminate or limit or authorize corporate action to further eliminate or limit the liability of directors or officers, the liability of directors and officers of the corporation shall be eliminated or limited to the fullest extent permitted by the Florida Statutes, as so amended from time to time.

**Section 5. *Repeal and Conflicts.*** Any repeal or modification of Section 3 or 4 of Article IV approved by the stockholders of the corporation shall be prospective only, and shall not adversely affect any limitation on the liability of a director or officer of the corporation existing as of the time of such repeal or modification. In the event of any conflict between Section 3 or 4 of Article IV and any other Article of the corporation's Articles of Incorporation, the terms and provisions of Sections 3 and/or 4 of Article IV shall control.

## **ARTICLE V PURPOSE AND LIFE**


The purposes for which the corporation is formed are to engage in any lawful act or activity for which corporations may be organized under the general laws of the State of Florida as now or hereafter in force. The Corporation shall exist perpetually unless sooner dissolved according to law.

## **ARTICLE VI INCORPORATOR**

The name and post office box or street address of the incorporator signing these Articles of Incorporation is:

<b>Name</b>	<b>Address</b>
Robert Arnold, Esq.	8619 Wendy Lane East West Palm Beach, Florida 33411

IN WITNESS WHEREOF, I have executed these Articles of Incorporation this  
12 day of October, 2003.

  
Robert Arnold, Esq.

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

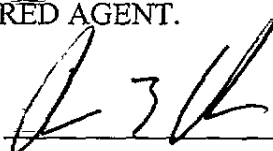
**THE WAY OUT, INC.**

2. The name and address of the registered agent and office is:

**Robert J. Arnold**  
**8619 Wendy Lane East**  
**West Palm Beach, Florida 33411**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT OF 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.

SIGNATURE



DATE

Oct 13, 2003

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA