

Law Offices  
DONALD A. GOLDEN, P.A.

1492 West Flagler Street  
Suite 250  
Miami, Florida 33135

Telephone (305) 642-5566  
Fax (305) 541-4675

Please Reply To:  
11755 S.W. 62nd Avenue  
Miami, Florida 33156

P95000012027

August 1, 1994

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

3000001246483  
-03/03/94--01050--013  
\*\*\*\*122.50 \*\*\*\*122.50

Re: ALFEN, INC.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for Alfen, Inc. Would you please file same so as to incorporate the captioned firm. I enclose my check in the amount of \$122.50 in payment of the fees in connection therewith.

Please return to me a certified copy of the Articles of Incorporation. Thank you in advance for your kind cooperation in this regard.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

DONALD A. GOLDEN, P.A.

By:   
Donald A. Golden

DAG/jp

Enclosures

dag@alfen.ltr

AUG 10 1994 BSB

100000012027

FEB 13 1995

FILED  
FEB 13 PM 1:30  
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE

• Jim Smith  
Secretary of State

August 10, 1994

DONALD A. GOLDEN, P.A.  
1492 WEST FLAGLER STREET  
SUITE 250  
MIAMI, FL 33135

SUBJECT: ALFEN, INC.  
Re'. Number: W94000017577

We have received your document for ALFEN, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Simply adding "of Florida" or "Florida" to the end of an entity name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 294A00036743

*Wampler Buchanan & Breen*

*A Professional Association  
Attorneys and Counselors at Law  
900 Sun Bank Building  
777 Brickell Avenue  
Miami, Florida 33131*

(306) 677-0044

FAX (306) 677-0040

February 9, 1995

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

Attn: Brenda Baker  
Corporate Specialist

Re: ALTERNATE HEALTH CONCEPTS, INC.

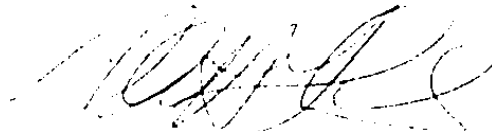
Dear Ms. Baker:

Pursuant to our recent telephone conversation, enclosed please find the Articles of Incorporation for the captioned company for filing with your office.

I have also enclosed a copy of your letter to me of August 10, 1994 concerning the unavailability of the name ALFEN, INC. which we had tried to use. It is my understanding that the fee which was sent with the previous submission will now be applied to this submission.

In the event you have any questions or require anything further, please do not hesitate to contact me.

Very truly yours,



Donald A. Golden  
For the Firm

DAG/jp

Enclosures

dag\alhcon.1tr

ARTICLES OF INCORPORATION  
OF  
ALTERNATE HEALTH CONCEPTS, INC.

FILED

95 FEB 13 PM 1:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation is ALTERNATE HEALTH CONCEPTS, INC. The address of the corporation is 11851 S.W. 99th Street, Miami, Florida 33186.

ARTICLE II

DURATION: This corporation shall have perpetual existence which shall commence at the date of the filing of these Articles with the Secretary of State.

ARTICLE III

PURPOSES: The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

AUTHORIZED SHARES: The capital stock of this corporation shall be 7500 Shares of Common Stock of One Dollar (\$1.00) par value each, all or part of said stock to be issued from time to time as

may be determined by the Board of Directors. There shall be no preemptive right granted to the stockholders with respect to the shares of the corporation. On dissolution or liquidation of the corporation, holders of the stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

#### ARTICLE V

REGISTERED AGENT AND OFFICE: The initial registered agent of this corporation and his address is as follows: Donald A. Golden, Esq., 11755 S.W. 62nd Avenue, Miami, Florida 33156.

#### ARTICLE VI

BOARD OF DIRECTORS:

1. The number of Directors of this corporation shall not be less than one (1) nor more than seven (7). The By-Laws may provide for the increase or decrease in the number thereof, provided that the number of Directors, from time to time, shall never be less than one (1).

2. The corporation shall initially have one (1) Director. The name and address of the initial Director is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Allen Farenhem	11851 S.W. 99th Street Miami, Florida 33186

#### ARTICLE VII

INCORPORATOR: The name and address of the Incorporator of these

Articles of Incorporation is as follows: Donald A. Golden, Esq.,  
11755 S.W. 62nd Avenue, Miami, Florida 33156.

#### ARTICLE VIII

ADDITIONAL PROVISIONS: The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation and creating, dividing, limiting, and regulating the powers of the corporation, its stockholders, and Directors are hereby adopted as a part of these Articles of Incorporation:

1. The Board of Directors from time to time shall determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be opened to the inspection of the stockholders, and no stockholder shall have the right to inspect any account or document of the corporation except as conferred by a statute or authorized by the Board of Directors or by resolution of the stockholders.

2. No person shall be required to own, hold, or control stock in the corporation as a condition precedent to holding an office in the corporation.

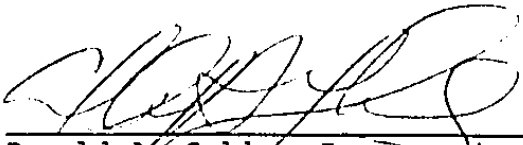
3. Except as otherwise provided by law, the Directors may prescribe a method or methods for replacement of lost certificates, and may prescribe reasonable conditions by way of security upon the issuance of new certificates therefor.

4. This corporation shall indemnify any officer or Director, and any former officer or Director to the full extent provided by

law. This corporation may provide such indemnification, or a portion thereof, through the purchase of insurance.

5. The power to adopt, alter, and repeal By-Laws shall be in the Board of Directors of the corporation or in the stockholders; By-Laws adopted by the Board of Directors may be altered or repealed by the stockholders and vice versa, except that the stockholders may prescribe in any By-Law made by them that such By-Law shall not be altered, amended, or repealed by the Board of Directors.

IN WITNESS WHEREOF, the undersigned, has made and subscribed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid this 9th day of February, 1995.

  
Donald A. Golden, Incorporator

STATE OF FLORIDA     )  
                              ) SS  
COUNTY OF DADE        )

BEFORE ME the undersigned authority, personally appeared Donald A. Golden, Esq. who is to me well known to be the person described in and who subscribed the above and foregoing Articles of Incorporation, and he has freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at Miami, Dade County, Florida, this 9th day of February, 1995.



My Commission Expires:

Annika M. Tarajano  
NOTARY PUBLIC  
State of Florida at Large

ANNIKA M. TARAJANO  
Print Name:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

In pursuance of Chapter 607, Florida Statutes, the following  
is submitted in compliance with said Act: ALTERNATE HEALTH  
CONCEPTS, INC. desiring to organize under the laws of the State of  
Florida with its principal office, as indicated in the Articles of  
Incorporation at the City of Miami, County of Dade, State of  
Florida has named Donald A. Golden, Esq., located at 11755 S.W.  
62nd Avenue, Miami, Florida 33156 as its agent to accept service of  
process within this state.

ACKNOWLEDGEMENT: Having been named to accept service of  
process for the above stated corporation, at the place designated  
in this certificate, I hereby accept to act in this capacity and I  
agree to comply with the provisions of said Act relative to keeping  
open said office and I accept the obligations of Chapter 607.325 of  
the Florida Statutes.

By: 

Donald A. Golden, Esq.  
Registered Agent

P95000012027

ALTERNATE HEALTH CONCEPTS, INC.

11851 SW 211 Street • Miami, FL 33187 (305) 9869

January 10, 1995.

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32314

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
56 JAN 12 PM 4:24

Dear Sirs,

I enclose an Amendment to the Articles of Incorporation of Alternate Health Concepts, Inc. and a check in the amount of Eighty Seven Dollars and Fifty Cents. I respectfully request that the Amendment to the Articles be filed and a certified copy be returned to our address as stated above.

I thank you for your assistance in this regard.

Sincerely,



Allen Farenhem.  
President.

100001688551  
-01/12/96--01083--015  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

nc

ALL CORP 7 1996

ALTERNATE HEALTH CONCEPTS, INC.

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION

96 JAN 12 PM 4:29  
DIVISION OF  
SECRETARY OF  
STATE  
FILED  
RECEIVED

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation filed February 13, 1995 under Document #P95000012027.

1. The name of the corporation is ALTERNATE HEALTH CONCEPTS, INC.

2. ARTICLE I of the Articles of Incorporation of ALTERNATE HEALTH CONCEPTS, INC. is amended to read in its entirety as follows:

The name of the Corporation shall be changed from Alternate Health Concepts, Inc. to WebWorks, Inc., with its principal place of business located in Dade County, Florida, at 11851 S.W. 99th Street, Miami, Florida 33186.

3. The above amendment to the Articles of Incorporation was adopted by the sole Director of the Corporation by the Action of the Sole Director on January 10, 1996.

4. The above amendment to the Articles of Incorporation was adopted by the sole shareholder of the Corporation by the Action of the Sole Shareholder on January 10, 1996.

Dated: January 10, 1996

ALTERNATE HEALTH CONCEPTS, INC.

By: [Signature]  
Allen Farenhem, President

STATE OF FLORIDA     )  
                              :     BB.  
COUNTY OF DADE     )

The foregoing Articles of Amendment to Articles of Incorporation of Alternate Health Concepts, Inc. was acknowledged before me this 10th day of January, 1996, by Allen Farenhem, as President of Alternate Health Concepts, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me and did take an oath.

NOTARY PUBLIC:

Sign [Signature]  
Print DONALD A. GOLDEN  
State of Florida at Large

(SEAL)

My Commission Expires:

DAGVARTAMEND.AHC



DONALD A. GOLDEN  
My Commission CC331206  
Expires Nov. 17, 1997  
Bonded by HAI  
800-422-1555