

9950000040820

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8170
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1 800 342 8062
 FAX (904) 222-1229

RE: The Beach Out
Network, Inc

DIVISION OF CORPORATIONS

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 95 MAY 24 AM 10:10

AB 5/24/95

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
_____ Corp. Record Search		
_____ Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> (-) Copy(s)		
_____ Art. of Amend. File		
_____ Dissolution/Withdrawal		
_____ C U S:		
_____ Fictitious Name File		
_____ Name Reservation	2000001 497582	
_____ Annual Report/Reinstatement	105224295-11004-005	
_____ Reg. Agent Service	+++ 100,000	++++ 20,000
_____ Document Filing		
_____ Corporate Kit		
_____ Vehicle Search		
_____ Driving Record		
_____ Document Retrieval		
_____ UCC 1 or 3 File		
_____ UCC 11 Search		
_____ UCC 11 Retrieval		
_____ File No.'s, _____ Copies		
_____ Courier Service		
_____ Shipping/Handling		
_____ Phone ()		
_____ Top Priority		
_____ Express Mail Prep.		
_____ FAX () pgs.		

SUBTOTALS _____

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <u>AAIL</u>	_____	_____	_____

WALK-IN Will Pick Up 524 1100

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
.....	\$ _____

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 MAY 24 AM 10:10

ARTICLES OF INCORPORATION
FOR
THE REACH OUT NETWORK, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I

NAME AND ADDRESS

The name of the corporation shall be:

THE REACH OUT NETWORK, INC.

The address of the principal office of this corporation shall be:

2301 S. Ocean Drive, Suite 2307

Hollywood, Florida 33109

ARTICLE II

PURPOSE AND POWERS

This corporation may engage or transact any or all lawful activities or business permitted under the laws of the United States, the state of Florida or any other state, county, territory or nation.

ARTICLE III.

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock, \$.01 par value per share.

ARTICLE IV.

INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws but shall never be less than one. The name of the initial director of this corporation is:

MARK KLATSKY

ARTICLE V.

REGISTERED AGENT

The name and street address of the initial registered agent of the corporation shall be:

JEFFREY G. KLEIN

SUITE 270

2600 NORTH MILITARY TRAIL.

BOCA RATON, FLORIDA 33431

ARTICLE VI

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII

INCORPORATOR

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

**JEFFREY G. KLEIN, ESQUIRE
SUITE 270
2600 NORTH MILITARY TRAIL
BOCA RATON, FLORIDA 33431**

IN WITNESS WHEREOF, I have made and subscribed these
Articles of Incorporation this 17th day of May, 1995.


JEFFREY G. KLEIN, INCORPORATOR

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 MAY 24 AM 10:10

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF INCORPORATION

JEFFREY G. KLEIN, having been designated as the Registered Agent in the above ARTICLES OF INCORPORATION, is familiar with and accepts the obligations of the position of Registered agent under Section 607.0505, Florida Statutes.



JEFFREY G. KLEIN, REGISTERED AGENT

P.95000040820

Mark Klatsky
 (Requester's Name)
2301 S. Ocean Dr., Ste. 2307
 (Address)
Hollywood Fl. 33109
 (City, State, Zip) (Phone #)

40000158984
 -07/18/95--01067--017
 *****70.00 *****35.00

OFFICE USE ONLY

FILED
 95 JUL 17 PM 2:32
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

N/C
 7/25
 B

Examiner's Initials _____

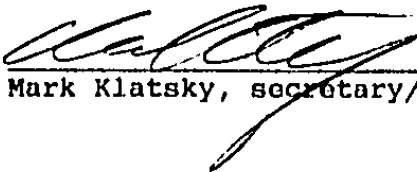
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
THE REACH OUT NETWORK, INC.**

The Undersigned, being the Secretary and Treasurer respectively of The Reach Out Network, Inc hereby certifies that:

1. The name of the corporation as filed with the Department of State is The Reach Out Network, Inc.
2. The new name of the corporation shall be THE OUTREACH NETWORK, INC.
3. The foregoing Amendment to the Certificate of Incorporation was authorized by resolution of the Board of Directors and approved by the holders of all of the issued and outstanding shares pursuant to the written consent of the shareholders in lieu of a special meeting on June 14, 1995.
4. The effective date of this Certificate of Amendment to the Certificate of Incorporation shall be effective upon filing with the Department of State.

IN WITNESS WHEREOF the undersigned have submitted this Certificate of Amendment to the Articles of Incorporation and affirm the same as true under penalties of perjury this 7 day of July, 1995.



Mark Klatsky, secretary/treasurer

STATE OF Florida)
COUNTY OF Palm Beach Broward

The foregoing instrument was acknowledge before me this 7th day of July 1995, by Mark Klatsky who are personally known to me and who did ^{not} take an oath.

MDX



Notary Public



HOLLY A. WETTRICH
MY COMMISSION # CC318298 EXPIRES
September 23, 1997
BONDED THROUGH TRIZY FARM INSURANCE, INC.