9960007/664

FROM:

Name of corporation:

Outbound Resources, Inc.
Street address of the corporation
7100 Sunset Way, #207 St. Pete Beach, FL 33706

500001933445 -08/27/96--01139--003 ****122.50 ****122.50

DEAR CORPORATIONS DIVISION:

Please find enclosed:

- 1. An original Articles of incorporation and one copy for the above named corporation.
- 2. A certified check or money order in the amount of \$ 122.50 for filling fees.

A certified copy X2 is D is not requested.

If a certified copy is requested, the additional fee in the amount of \$ 52.50

is englosed.

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Please send responses or receipts concerning this filing to the above address. Thank you very much.

Date: 08/20/96 Name of Incorporator:

Steve Bedwell

Signature of Incorporator:

Coovered O 1994 Consumer Corporation

ARTICLES OF INCORPORATION

of

Outbound Resources, Inc.

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of incorporation for the purpose of forming a for-profit corporation.

Article 1. The name of the Corporation is:

Outbound Resources, Inc.

Article 2. The principal place of business and mailing address of this corporation is:

7100 Sunset Way, #207 St. Pete Beach, FL 33706
Article 3. The corporation is authorized to issue one class of stock, that being shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

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Article 4. The name and address of the corporation's initial registered agent is:

Steve Bedwell

Article 5. The name and street address of the incorporator of this corporation is:

7100 Sunset Way, #207 St. Pete Beach, FL 33706

Article 6. No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

in witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

Date: 08/20/96 Name of Incorporactr:

Steve Bedwell

Signature of Incorporator.

Copyright © 1994 Consumer Corporation

CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to section 607.0501 of The Fierida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name and address of the corporation's registered agent and registered office is:

Namo

Steve Bedwell

Street address

7100 Sunset Way, #207 St. Pete Beach, FL 33706

Having been named as the 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 as 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 of registered agent;

Date of signature:

08/20/96



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FLORIDA DEPARTMENT OF STATE Division of Corporations P.O. Box 6327
Tallahassee, FL 32314

Gentlemen:

April 11, 1997

This is to notify you of Outbound Resources, Inc. change of address from 7100 Sunset Way, Ste 207, St. Petersburg, FL., 33706-3651 to:

OUTBOUND RESOURCES, INC 3491 Gandy Boulevard Suite 201 Pinellas Park, FL 33781

Thank you for your attention to this matter. If there are any questions please feel free to contact me at (813) 579-4425.

Sincerely,

Steve Bedwell SB/sr



OUTBOUND RESOURCES, INC.

Telemarketing Outsourcing Specialists

P960000 71664

April 11, 1997

FLORIDA DEPARTMENT OF STATE Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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Sincerely,

Steve Bedwell

SB/sr

54/11