

P96000088828
WINDERWEEDLE, HAINES, WARD & WOODMAN, P.A.
ATTORNEYS AT LAW

J.P. CAROLAN, III
JAMES EDWARD CLEER, III
J. JEFFREY DEERY
JOHN H. DYER, JR.
DYKED C. EVERETT
NANCY B. FREEMAN
JOHN D.M. HAINES
GREGORY L. HOLZHAUER
PAULA P. LIGHTBEY

W. B. WINDERWEEDLE (1900-1970)
WILLIAM B. HAINES (1900-1900)

BARNETT BANK BUILDING
280 PARK AVENUE, SOUTH
5TH FLOOR
POST OFFICE BOX 880

WINTER PARK, FL 32780-0880

TELEPHONE (407) 423-4246
FAX (407) 646-3728

BARNETT BANK CENTER
300 NORTH ORANGE AVENUE
14TH FLOOR
POST OFFICE BOX 1391

ORLANDO, FL 32802-1391

TELEPHONE (407) 423-4246
FAX (407) 423-7014

ROBERT P. MAJON
C. BRENT MCCAGHREN
WILLIAM H. HOBBS, JR.
RANDOLPH J. RUSH
THOMAS A. SIMBER, JR.
WILLIAM A. WALKER II
HAROLD A. WARD, III
ALLISON L. WARRIN
W. GRAHAM WHITE
VICTOR E. WOODMAN

REPLY TO:
Orlando

WRITER'S DIRECT NUMBER:
(407) 246-8678

October 25, 1996

VIA FEDERAL EXPRESS

300001987593--6
-10/28/96--01071--006
****122.50 ****122.50

Division of Corporations
Secretary of State
409 E. Gaines Street
Tallahassee, FL 32399

Re: Global Outreach, Inc.

Dear Sir/Madam:

Enclosed please find an original and a copy of the Articles of Incorporation of Global Outreach, Inc. and a check in the amount of \$122.50 to cover the required filing fees and certified copy.

Should you have any questions, please do not hesitate to call me.

Sincerely,

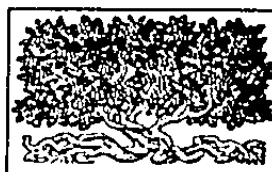
M. Deborah Fricke

M. Deborah Fricke
Corporate Legal Assistant

DMC 10/29/96

:mdf
enclosures

FILED
96 OCT 28 AM 10:09
TALLAHASSEE, FLORIDA



WINDERWEEDLE
HAINES WARD
& WOODMAN, P.A.

EST. 1931



ARTICLES OF INCORPORATION
OF
GLOBAL OUTREACH, INC.

FILED
96 OCT 28 AM 10:09
TALLAHASSEE, FLORIDA

The undersigned Incorporator, being a person competent to contract, subscribes to these Articles of Incorporation to form a Corporation for profit under the laws of the State of Florida.

ARTICLE I - Name

The name of this corporation shall be:

GLOBAL OUTREACH, INC.

EFFECTIVE DATE

10-25-96

ARTICLE II - Business and Activities

This Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - Capital Stock

The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - Term of Existence

The effective date upon which this Corporation shall come into existence shall be October 25, 1996, and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE V - Initial Corporate Office:
Initial Registered Office and Agent

The street address and mailing address of the initial corporate office of this Corporation is 1071 Encourte Green, Apopka, Florida 32712. The street address of the initial registered office is 2631-B N.W. 41st Street, Gainesville, Florida 32606 and the name of the initial registered agent of this Corporation at that address is Jonathan E. Visscher.

ARTICLE VI - Directors

- A. The initial number of Directors of this Corporation shall be four (4).
- B. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the By-Laws of this Corporation. In no event, however, shall the number of Directors be less than one (1).
- C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by Directors in attending meetings of the Board of Directors.
- D. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.
- E. The name and street address of the initial members of the Board of Directors, to hold office until the first annual meeting of the Shareholders of this Corporation or until their successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Address</u>
Jonathan Visscher	1500 N.W. 16th Avenue #279 Gainesville, FL 32605
E. Marie Visscher	1071 Encourte Green Apopka, FL 32712
J. Jeffrey Deery	2615 Via Tuscany Winter Park, FL 32789
Elise Wehmeier	14410 Raneys Lane Orland Park, IL 60462

F. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of this Corporation, for any cause deemed sufficient by such Shareholders.

G. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy.

ARTICLE VII - Incorporator

The name and street address of the Incorporator signing these Articles is:

Name

Address

Elise Wehmeier

14410 Raney's Lane
Orland Park, IL 60462

ARTICLE VIII - Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this Corporation.

ARTICLE IX - Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders' meeting by the holders of a majority of the stock issued and entitled to be voted, unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE X - By-Laws

The power to adopt, alter, amend or repeal By-Laws of this Corporation shall be vested in the Shareholders or the Board of Directors of this Corporation; provided, however, that any By-Laws adopted by the Directors which are inconsistent with any By-Laws adopted by the Shareholders shall be void, and the Directors may not alter, amend or repeal any By-Laws adopted by the Shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation as of the 25th day of October, 1996.

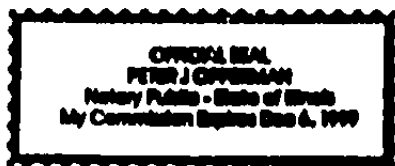


Elise Wehmeier

STATE OF ILLINOIS

COUNTY OF COOK

The foregoing instrument was acknowledged before me this 16 day of October, 1996, by Elise Wehmeier. She is personally known to me or has produced Driver's Lic as identification and [did/did not] take an oath.



Peter J. Opperman
NOTARY SIGNATURE
Peter Opperman
NOTARY NAME PRINTED
Notary Public
My Commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the initial Registered Agent of GLOBAL OUTREACH, INC.

Jonathan E. Visscher
Jonathan E. Visscher