

Sidney L. Feuvrel, Jr.

Professional Association

Attorney and Counselor at Law

Member of Florida and Georgia Bars

Court Certified Mediator



*1520 East Livingston Street
Orlando, Florida 32803*

(407) 896-6688

Fax (407) 894-4735

P97000108054

000002381670--5
-12/24/97--01009--020
****122.50 ****122.50

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

Re: POSITIVE OUTCOMES, INC.

Dear Sir or Madam:

Enclosed herewith are the original Articles of Incorporation for Positive Outcomes, Inc., together with the prescribed resident agent form duly executed in compliance with Florida Statute 607.

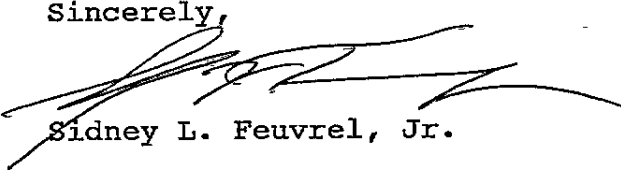
Also enclosed is our check payable to the Secretary of State in the amount of \$122.50, covering the following fees:

Filing Fees	\$ 35.00
Certified Copy	52.50
Resident Agent Designation	35.00
TOTAL	\$ 122.50

I appreciate your prompt attention to the filing of this corporation in order that Positive Outcomes, Inc. is incorporated as soon as possible.

Thank you.

Sincerely,


Sidney L. Feuvrel, Jr.

SLF/ltf
Enclosure

RP
12-26-97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 24 AM 9:50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 DEC 24 AM 9:50

ARTICLES OF INCORPORATION
OF
POSITIVE OUTCOMES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is POSITIVE OUTCOMES, INC., with its mailing address and principal office at Executive Point Towers, 101 Wymore Road, Suite 401, Altamonte Springs, FL 32714.

ARTICLE II
DURATION

The term of existence of this corporation is perpetual.

ARTICLE III
PURPOSE

The purpose for which the corporation is organized is for any lawful enterprise for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV
CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue is seven thousand, five hundred (7,500) all of which shall be common shares with par value of one dollar (\$1.00).

ARTICLE V
REGISTERED OFFICE

The street address of the initial registered office of the

corporation is:

1520 E. Livingston Street
Orlando, Florida 32803

The name of the initial Registered Agent at such address is
SIDNEY L. FEUVREL, JR.

ARTICLE VI
DIRECTORS

The Board of Directors of the corporation shall consist of
one (1) member. The name and address is as follows:

CELESTE ANNE RAULERSON 548 Olympic Village #9
Altamonte Springs, FL 32714

ARTICLE VII
INCORPORATOR

The name and address of the incorporator is:

CELESTE ANNE RAULERSON 548 Olympic Village #9
Altamonte Springs, FL 32714

IN WITNESS WHEREOF, I have subscribed my name and seal on
this 18 day of DECEMBER, 1997.


CELESTE ANNE RAULERSON

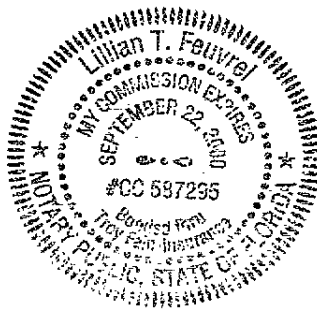
STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 18
day of December, 1997 by CELESTE ANNE RAULERSON, who is
personally known to me or who has produced _____
_____ as a form of identification.

Lillian T. Feuvrel

Notary Public, State of Florida

My Commission Expires:



STATE OF FLORIDA
DEPARTMENT OF STATE

The following is submitted in compliance with Chapter 48.091, Florida Statutes:

POSITIVE OUTCOMES, INC., a corporation organized under the laws of the State of Florida with its principal office at Executive Point Towers, 101 Wymore Road, Suite 401, Altamonte Springs, Florida, 32714, has designated SIDNEY L. FEUVREL, JR., located at 1520 E. Livingston Street, Orlando, Florida 32803, as its agent to accept service of process within this state.

OFFICERS:

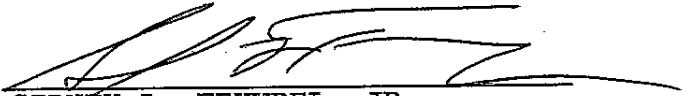
President/Vice President
Secretary/Treasurer

CELESTE ANNE RAULERSON
548 Olympic Village #9
Altamonte Springs, FL 32714

By: 
CELESTE ANNE RAULERSON

ACCEPTANCE

I agree, as Resident Agent, to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the foregoing Florida designated address) in some conspicuous place in the office required by law.


SIDNEY L. FEUVREL, JR.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 24 AM 9:50