

LAW OFFICES OF IRA C. KAPLAN, P.C.

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IRA C. KAPLAN, ESQ.
NJ & FL BARS

ELTON J. BOZANIAN, ESQ.
NJ & NY BARS

September 29, 1998

Via Airborne Express
Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

FILED STATE
SECRETARY OF CORPORATIONS
98 OCT - 2 PM 3:30

Attn: Doris Brown

Re: "ThoughtSource"
"IdeaLogic"
"OpenMind"

900002654619--3
-10/02/98--01002--013
*****70.00 *****70.00

Dear Ms. Brown:

Enclosed please find original and one (1) copy of Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office with regard to each of the above. Please effect filing under the first available name, as they are listed in order of preference.

I enclose check in the sum of \$70.00 for your fees.

Please provide your letter of acknowledgment.

Very truly yours,

Elton J. Bozarian

EJB:md

Encl.

cc: Kenneth La Van
Kaila Colbin

D. BROWN OCT - 2 1998

**ARTICLES OF INCORPORATION
Of ThoughtSource, Inc.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The Name of the Corporation shall be: ThoughtSource, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**1521 Alton Road, No. 74
Miami Beach, FL 33139**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the corporation's initial registered agent is: See Certificate of Designation of Registered Agent/Registered Office, annexed hereto.

ARTICLE V INCORPORATOR(S)

The name(s) and address(es) of the incorporator(s) of these Articles of Incorporation is (are):

**Elton J. Bozanian, Esq.
190 Moore Street, Suite 430
Hackensack, NJ 07601**

ARTICLE VI OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) of the initial officer(s)/director(s) are:

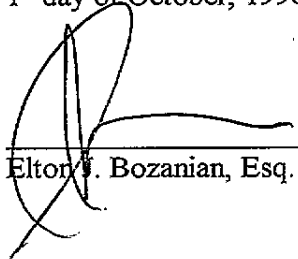
**Kenneth L. La Van (President and Secretary)
1521 Alton Road, No. 74
Miami Beach, FL 33139**

Kaila Colbin (Vice President an Treasurer)
151 Northeast 16th Avenue, Apt. 1309
Fort Lauderdale, FL 33301

ARTICLE VII EFFECTIVE FILE DATE

The effective file date of these Articles of Incorporation shall be: **October 1, 1998.**

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this
1st day of October, 1998.



Elton V. Bozarian, Esq.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICER/REGISTERED AGENT, IN THE
STATE OF FLORIDA.

1. The name of the corporation is **ThoughtSource**.
2. The name an address of the registered agent and office is:

**Kenneth L. La Van
1521 Alton Road, No. 74
Miami Beach, FL 33139**

*Having been named as 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 an complete performance
of my duties, and I am familiar with and accept the obligations of my position as
registered agent.*



KENNETH L. LA VAN

10/1/98

DATE