

P98000092352

October 25, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500002675455-016 1
10/29/98-01091-016 1
*****70.00 *****70.00

Subject: **The Outler Group, Inc.**

Enclosed are an original and one (1) copy of the articles of incorporation and a check for: \$70.00 to cover Filing Fees.

Please return the photocopy to me with the filing date stamped on it.

From: Gay F. Outler
2700 SW 46th Avenue
West Hollywood, FL 33023-4351
954.987.6696 Daytime phone number

FILED
98 OCT 29 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA - 10/30/98

Articles of Incorporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 OCT 29 AM 10:20

FILED

1. The name of the corporation shall be:

The Outler Group, Inc.

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

2700 SW 46th Avenue, West Hollywood, FL 33023-4351

3. The corporation shall have the authority to issue 1,000,000 shares of stock.

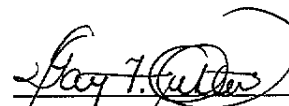
4. The registered agent of the corporation is Gay F. Outler, and the registered street address is 2700 SW 46th Avenue, West Hollywood, FL 33023-4351.

5. The initial Board of Directors shall have 1 member(s) whose name(s) and address(es) is/are as follows: Gay F. Outler, 2700 SW 46th Avenue, West Hollywood, FL 33023-4351

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

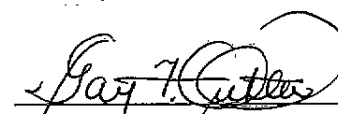
6. The incorporator of this corporation is Gay F. Outler whose street address is 2700 SW 46th Avenue, West Hollywood, FL 33023-4351

Dated: October 25, 1998


Gay F. Outler,
Incorporator

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 and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated: October 25, 1998


Gay F. Outler,
Registered Agent