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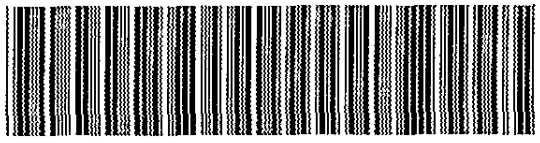
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA
TALLAHASSEE, FLORIDA

VI

TRANSMITTAL LETTER

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

SUBJECT: IMPACT LEADERSHIP RESOURCES, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Michael A. Johnson, Attorney at Law
Name (Printed or typed)

P.O. Box 1397
Address

Lakeland, FL 33802-1397
City, State & Zip

(863) 688-0741
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

Babara Page GAVE
AUTHORIZATION BY PHONE TO
CORRECT RA address
DATE 3-10-03
DOC. EXAM ✓

ARTICLES OF INCORPORATION
OF
IMPACT LEADERSHIP RESOURCES, INC.

FILED
03 MAR -6 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, do hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the provisions of Chapter 617, Florida Statutes, as amended from time to time by the legislature of the State of Florida.

ARTICLE I
NAME

The name of this corporation shall be **IMPACT LEADERSHIP RESOURCES, INC.**, and its principal place of business shall be in the City of Orange Park, County of Clay, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the Board of Directors.

ARTICLE II
DURATION

The term of existence of the corporation is perpetual unless dissolved in a manner provided by law; and the corporate existence will commence on the filing of these Articles by the Department of State.

ARTICLE III
PURPOSE

Impact Leadership Resources, Inc.

The purpose for which the corporation is organized is:

1. Offering assistance and resources to leaders for the purpose of enhancing their leadership effectiveness.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the corporation to carry on any business, exercise any power, or do any act which a corporation may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE IV
CORPORATE POWERS

All corporate powers shall not be limited.

ARTICLE V
DIRECTORS

The number of Directors of the corporation shall be not less than three (3) nor more than twelve (12), and shall be elected according to the provisions in the by-laws.

ARTICLE VI
INITIAL DIRECTORS

The names and addresses of each of the Directors, subject to the By-Laws, who shall hold office for a period of one (1) year or until their successors are elected and have qualified, are as follows:

<u>Name</u>	<u>Address</u>
Sandy Aguilar	P.O. Box 1268 Orange Park, Florida 32067
Lisa Plath	591 Hewes Place Orange Park, Florida 32067
Cheryl Peterson	9439 San Jose Blvd., Apt. 240 Jacksonville, Florida 32257
Cindi Stone	5631 Coldstream Ct. Jacksonville, Florida 32222
Randy Peterson	9439 San Jose Blvd., Apt. 240 Jacksonville, Florida 32257

The Board of Directors will be elected by a majority of the members of the corporation present at the annual meeting. Membership in the corporation shall be according to requirements as may be prescribed in the by-laws.

ARTICLE VII
INDEMNIFICATION

Every director and every officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him/her in connection with any proceeding or settlement of any proceeding to which he or she may be a party or in which he or she may become involved by reason of his/her being or having been a director or officer at the time such expenses are incurred, except when the directors or officers are adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties; provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the corporation. The foregoing right of

indemnification shall be in addition to and not exclusive of all other rights to which such directors or officers may be entitled.

ARTICLE VIII
PRINCIPAL PLACE OF BUSINESS

The principal office of this corporation shall be located in the City of Orange Park, County of Clay, State of Florida, and the mailing address of said principal office of the corporation shall be 1755 Poplar Drive, Orange Park, Florida 32073.

ARTICLE IX
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office is 225 North Florida Avenue, Lakeland, Florida 33801 and the name of the initial registered agent at that office is Michael A. Johnson.

ARTICLE X
INCORPORATORS

The name and post office address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Sandy Aguilar	P.O. Box 1268 Orange Park, Florida 32067

ARTICLE XI
OFFICERS

The officers of the corporation shall be elected at the organizational meeting of the incorporators and directors. The officers of the corporation shall be members of the board, and shall consist of President, Vice-President, and Secretary-Treasurer.

ARTICLE XII
CONDUCT OF CORPORATE AFFAIRS

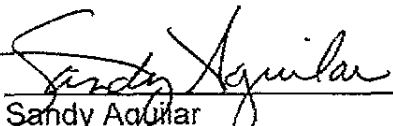
The corporation shall qualify for and become a corporation qualifying as a 501(c)(3) corporation and all activities and conduct of the corporation shall be consistent therewith.

- A. The organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code or corresponding sanction of any future federal tax code.

- B. Notwithstanding any of the provision herein, the purposes of this organization are limited to such purposes as are permitted under Section 501 (c)(3) of the Internal Revenue Code.
- C. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- D. Upon dissolution, remaining assets of the organization shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for public purposes.

I, the undersigned, being the original subscriber and incorporator of the foregoing corporation, do hereby certify that the foregoing constitutes the proposed Articles of Incorporation of **IMPACT LEADERSHIP RESOURCES, INC.**

WITNESS my hand and seal this 19th day of February, 2003.



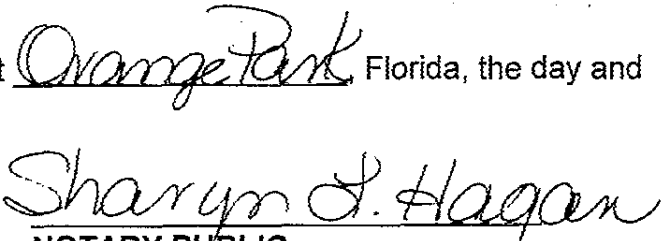
 Sandy Aguilar

STATE OF FLORIDA
 COUNTY OF CLAY

I HEREBY CERTIFY that on this 19 day of February 2003, before me personally came Sandy Aguilar, who produced FOL as identification, to me known to be the individual described in and who executed the within and foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Orange Park Florida, the day and year last above written.

[Seal]



 NOTARY PUBLIC



Sharyn L. Hagan
 MY COMMISSION # CC924580 EXPIRES
 April 7, 2004
 BONDED THRU TROY FAIN INSURANCE, INC.

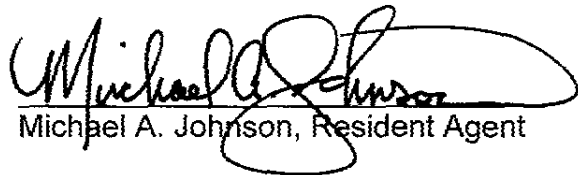
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That **IMPACT LEADERSHIP RESOURCES, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Orange Park, County of Clay, State of Florida, has named Michael A. Johnson located at 225 N. Florida Avenue, Lakeland, Florida 33801 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Michael A. Johnson, Resident Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA