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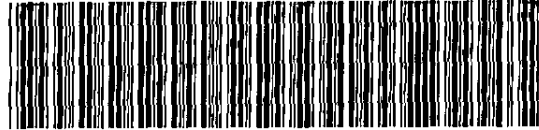
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L Burch JUN 9 2005

**ARTICLES OF INCORPORATION
OF
WORTHY ENDEAVORS, INCORPORATED**

A Florida Corporation Not-For-Profit

FILED
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TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation ("Corporation") is:

WORTHY ENDEAVORS, INCORPORATED

ARTICLE II

This Corporation is organized pursuant to "Florida Not For Profit Corporation Act" Chapter 617, Florida Statutes (1990).

ARTICLE III

The street address of the principal office of the Corporation is:

**c/o Karen Y. Todd
2717 West Cypress Creek Road
Fort Lauderdale, Florida 33309**

ARTICLE IV

The purpose for which this corporation is organized is:

- (a) The specific and primary purpose for which this corporation is organized is to provide charitable aid and relief to the poor and needy of the world.
- (b) The general purpose for which this corporation is organized is to transact any and all lawful business for which the Corporation may be incorporated under this Chapter.
- (c) This Corporation is organized and operated exclusively for charitable purposes, and no part of any net earnings shall inure to the benefit of any member, director or officer. Notwithstanding the foregoing, all employees of the Corporation are entitled to compensation, including but not limited to, salaries, bonuses and fringe benefits.
- (d) This Corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida; provided, however, that this Corporation is not empowered to engage in any activity that in itself is not in furtherance of its purpose as set forth in subparagraph (a) and (b) of this Article III.

ARTICLE V

This Corporation shall have perpetual existence.

ARTICLE VI

The Manner in which the directors are elected or appointed:

The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The Board of Directors shall be elected annually by a majority vote of the membership. The number of members of the Board of Directors and the method of election of the Board of Directors may be amended as set forth in the Bylaws.

ARTICLE VII

The initial board of directors shall consist of three members.

Name

Richard W. Todd	2717 W. Cypress Creek Road, Ft. Lauderdale, FL 33309
Karen Y. Todd	2717 W. Cypress Creek Road, Ft. Lauderdale, FL 33309
Rebecca M. McDonough	190 S.E. 19th Avenue, Pompano Beach, FL 33060

ARTICLE VIII

The initial street address of the Corporation's registered office is:
2717 West Cypress Creek Road, Fort Lauderdale, FL 33309.

The initial registered agent for the Corporation at that address is:
Karen Y. Todd.

ARTICLE IX


The name and street address of the person signing these articles of incorporation are:

Karen Y. Todd, 2717 West Cypress Creek Road, Fort Lauderdale, FL 33309

ARTICLE X

Upon dissolution of this corporation all remaining assets must be used exclusively for exempt charitable purposes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on this 6th day of June, 2005.



Karen Y. Todd, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **Worthy Endeavors, Incorporated** at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 617.0501.

Date: June 6, 2005


Karen Y. Todd