

AMERICAN CHILDRENS FUND, INC.
10805 N.W. 9 Ct., Plantation, Florida 33324

N 99000005909

September 18, 1999

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

900003002199-3
-10/01/99--D1014--006
*****70.00 *****70.00

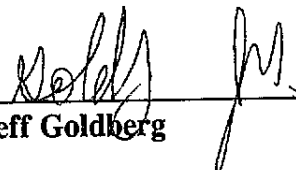
RE: Incorporation of the Non-Profit Corporation
AMERICAN CHILDRENS FUND, INC.

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of AMERICAN CHILDRENS FUND, INC., a non-profit corporation.

Also please find enclosed a check made payable to the Secretary of State in the amount of \$70.00 which covers the statutory filing fee for incorporation. Your assistance in establishing this corporation is appreciated.

Respectfully,



Jeff Goldberg

FILED
99 OCT - 1 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TS 10/5/99

ARTICLES OF INCORPORATION
OF
AMERICAN CHILDRENS FUND, INC.

FILED
99 OCT -1 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is **AMERICAN CHILDRENS FUND, INC.**

ARTICLE II

The principal address, and mailing address of the corporation is: 10805 N.W. 9 Ct., Plantation, Florida 33324.

ARTICLE III

The purpose for which this corporation is organized is: in the interest of children who are less fortunate than others, children who are dying of terminal illness. Through donations and fund raising events and gifts, we will help in the cost of funeral arrangements, medical expenses and lost wages due to the grieving process.

ARTICLE IV

The manner in which the Directors of the corporation are to be elected is as follows: Elections shall be made by majority vote of the Directors. This provision may be ratified by new laws adapted by the Board of Directors.

The number of directors constituting the initial board of directors is three (3), and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Jeff Goldberg
Larry Goldberg
John Storey

10805 N.W. 9 Ct., Plantation, Florida 33324
5747 S.W. 32 Street, Ft. Lauderdale, Florida 33319
6721 Harding Street, Hollywood, Florida 33024

ARTICLE V

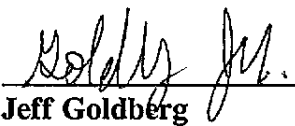
The Corporate Powers shall not be limited. This Corporation shall have full exercise of all powers necessary to carry out the purposes and objectives of this corporation, as may be determined by the Board of Directors, in accordance with Section 617.0302, Florida Statutes.

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE VI

The street address of its initial registered office is 10805 N.W. 9 Ct., Plantation, Florida 33324, and the name of its initial registered agent at such address is Jeff Goldberg.

I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.

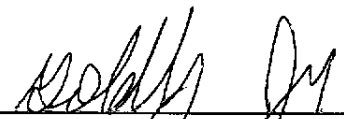


Jeff Goldberg

ARTICLE VII

The name and address of each incorporator is:

Name	Mailing Address
Jeff Goldberg	10805 N.W. 9 Ct., Plantation, Florida 33324



Jeff Goldberg, Incorporator

ARTICLE VIII

The period of this corporation's duration is perpetual.

ARTICLE IX

The powers of the incorporators cease upon filing of the Articles of Incorporation.

FILED
99 OCT -1 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA