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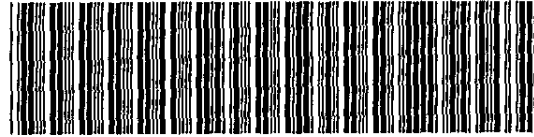
(Business Entity Name)

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DIVISION OF REVENUE
STATE OF TEXAS

D. Brown OCT 25 2005

COVER LETTER

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

SUBJECT: EQUITY CHARITIES, 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: EDWARD LAVAGNINO
Name (Printed or typed)

3301 SW 13TH STREET SUITE E-153
Address

GAINESVILLE, FL 32608
City, State & Zip

352 284-2400
Daytime Telephone number

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS AND BUSINESSES

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**ARTICLES OF INCORPORATION
OF
EQUITY CHARITIES, INC.**

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Florida, do hereby certify:

ARTICLE I - NAME

The name of the Corporation shall be:

Equity Charities, Inc.

ARTICLE II - PRINCIPLE OFFICE

The place in this State where the principal office of the Corporation is to be located will be in the City of Gainesville, Alachua County. The principal place of business and mailing address is as follows:

Principle Place: 3301 SW 13th Street
Suite E-153
Gainesville, FL 32608

Mailing Address: P.O. Box 13162
Gainesville, FL 32604

ARTICLE III - PURPOSE

Said Corporation 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 selection 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV – MANNER OF APPOINTMENT

Excluding the initial directors, appointments shall be made by the director or directors for the time in office by written instruments signed and acknowledged. Any succeeding or additional director shall, upon his or her acceptance of the office by written instrument signed and acknowledged, have the same joint powers, rights and duties with the surviving or remaining director or directors as if originally appointed. Any director may, by written instrument, signed and acknowledged, resign his/her office. The number of directors shall be at all times not less than two, and whenever for any reason the number is reduced to one, there shall be, and at any other time there may be, appointed one or more additional directors.

ARTICLE V – INITIAL DIRECTORS

The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Edward Lavagnino
P.O. Box 13162
Gainesville, FL 32604

Ana Lavagnino
P.O. Box 13162
Gainesville, FL 32604

Tim Terry
7350 N.W. 21st CT
Gainesville, FL 32653

ARTICLE VI – INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida Street address of the registered agent is:

Edward Lavagnino
3301 SW 13th Street
Suite E-153
Gainesville, FL 32608

ARTICLE VII – INCORPORATOR

The name and Florida Street address of the Incorporator is:

Tim Terry
7350 N.W. 21st CT
Gainesville, FL 32653


ARTICLE VIII – CORPORATE ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, directors, 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 in Article III hereof. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IX – DISSOLUTION


Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity. Furthermore, in witness whereof, we have hereunto subscribed our names this 30th day of September 2005.



Edward Lavagnino, Registered Agent

10/2/05
Date



Tim Terry, Incorporator

10/2/05
Date

RECORDED
DIVISION OF CORPORATIONS
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