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201 SOUTH MONROE STREET
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PLEASE REPLY TO:
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(941) 597-7088
tgarl@annislaw.com

AVAILABLE FOR CONSULTATION
KÄRGEL, VOLLHARDT & PARTNER
KURFÜRSTENDAMM 36
D-10719 BERLIN, GERMANY
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FAX: 011-49-30-881-1308

March 7, 2000

VIA FEDERAL EXPRESS

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03/08/00-01091-011
*****78.75 *****78.75

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

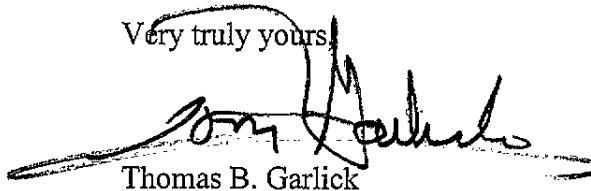
Re: Supplies For Life, Inc.

Dear Sir or Madam:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for the above-referenced corporation. Please file the original and return the copy certified to me at your earliest convenience.

Our client's check in the amount of \$78.75 is enclosed for the required filing fee. If you have any questions or need additional information, please feel free to contact me.

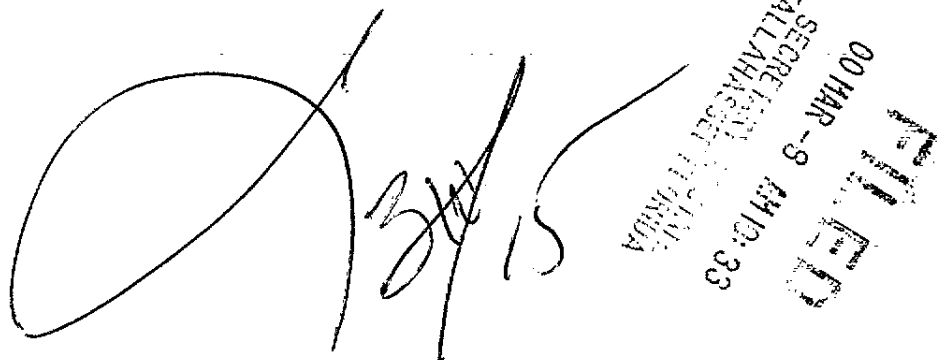
Very truly yours,



Thomas B. Garlick

TBG/jpw
Enclosures

cc: Supplies For Life, Inc.
10787v1 - 9061.001



ARTICLES OF INCORPORATION
OF
SUPPLIES FOR LIFE, INC.
(A CORPORATION NOT FOR PROFIT)

FILED
00 MAR - 8 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, Yulia Brockdorf, for the purpose of forming a corporation not for profit under the laws of the State of Florida, does hereby certify as follows:

ARTICLE I

CORPORATE NAME AND ADDRESS

The name of the corporation is Supplies for Life, Inc., with its principal office located at 1382 Wildwood Lakes Boulevard, #7, Naples, Florida 34104. The Board of Directors may from time to time move the principal office of the corporation to any other address in the State of Florida.

ARTICLE II

PURPOSE AND NATURE OF CORPORATION

A. The purpose for which this corporation is organized is to provide needed medical equipment and supplies for the benefit of patients in Ukrainian hospitals, clinics, and other medical facilities and to provide health and health hazard education to the general public and medical personnel of Ukraine, and to support charitable and educational mission work in conjunction with the Ukrainian Lutheran Church and other religious not for profit entities.

B. The purposes for which the Corporation is formed are exclusively religious, charitable, scientific, literary, or educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States

Internal Revenue Law. In carrying out such purposes, this Corporation shall have all of the powers and authorities granted by statute and law, including the power and authority to accept gifts, devises and other contributions for charitable purposes, to hold and administer the funds and properties received and to expend, contribute and otherwise dispose of funds or properties for charitable purposes either directly or by contribution to other 501(c)(3) organizations organized and operated exclusively for charitable purposes; provided, however, said powers and authorities shall be exercised only in furtherance of charitable purposes.

ARTICLE III

POWERS

The corporation shall have the power, either directly or indirectly, alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable, or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the corporation shall exercise only such powers as are set forth in furtherance of the exempt functions of political organizations set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its regulations as the same now exist or as they may be hereafter amended from time to time.

ARTICLE IV

MEMBERSHIP

The membership of this corporation shall be initially limited to the members of the Board of Directors hereinafter named as directors and such other persons or entity as from time to time may

become members or the sole member by vote of a majority of directors or as set forth in the Bylaws.

ARTICLE V

TERM OF EXISTENCE

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation in the office of the Secretary of the State of Florida and the corporation shall have perpetual existence thereafter.

ARTICLE VI

INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is as follows:

Name

Address

Yulia Brockdorf

1382 Wildwood Lakes Boulevard
No. 7
Naples, Florida 34104

ARTICLE VII

DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors, members of which shall be appointed or elected pursuant to the By-Laws of the corporation. The number of directors shall be fixed as set forth in the By-Laws, but shall never be less than three (3). The names and addresses of the initial Directors to hold office until the first annual meeting of the Board of Directors, and until their successors shall have been elected and qualify are as follows:

Yulia Brockdorf
1382 Wildwood Lakes Boulevard, #7
Naples, Florida 34104

Victoria MacDonald
2373 Piccadilly Circus
Naples, Florida 34112

Steven Brockdorf
1382 Wildwood Lakes Boulevard, #7
Naples, Florida 34104

ARTICLE VIII

REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is 1382 Wildwood Lakes Boulevard, #7, Naples, Florida 34104, and the name of the registered agent at such address is Yulia Brockdorf.

ARTICLE IX

BY-LAWS

The Board of Directors of this corporation shall provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time. Upon proper notice the By-Laws may be amended, altered or rescinded by a majority vote of a quorum of the members of the Board of Directors at any regular meeting or any special meeting called for that purpose.

ARTICLE X

AMENDMENTS

Amendments to these Articles of Incorporation shall be proposed by the officers of the corporation and approved by the Board of Directors by a two-thirds vote of a quorum present at a meeting of the Board duly called in accordance with the Bylaws of the corporation.

ARTICLE XI

LIMITATIONS ON ACTIONS

All the assets and earnings of the corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of

the net earnings shall inure to the benefit of or be distributable to its members, trustees, officers, or any of the private persons, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth in Article II hereof. No substantial part of its activity shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or interfere in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any political candidate. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) or any organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws). The corporation shall have no capital stock, pay no dividends, distribute no part of its net income to any members, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the corporation.

In particular, but without limitation of the generality of the foregoing paragraph, during such time as the corporation may be considered a private foundation as defined in Section 509(a) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) it shall not:

(a) fail to distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws):

(b) engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws);

(c) retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws);

(d) make any investment in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws); or

(e) make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws).

ARTICLE XII


DISSOLUTION

Upon dissolution of the corporation, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to an organization described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or to the corresponding provisions of any prior or future law, as shall be selected by the last Board of Directors. None of the assets will be distributed to any member, officer or director of this Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles this

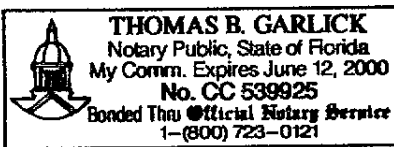
7

day of March, 2000.


Yulia Brockdorf, Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing was acknowledged before me this 7 day of March, 2000, by Yulia Brockdorf, who is personally known to me or who has produced _____ as identification.



Thomas B. Garlick

NOTARY PUBLIC

Name: THOMAS B. GARLICK

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the designation to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date: 7 March, 2000.

Yulia Brockdorf
Yulia Brockdorf, Registered Agent

FILED
MAR - 8 AM 10:33
TALLAHASSEE, FLORIDA
SECRETARY OF STATE