

NO10000006579

CHARLES R. MAXWELL II, P.A.
4309 INWOOD LANDING DRIVE
ORLANDO, FLORIDA 32812

September 12, 2001

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

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-09/14/01--01080--002
*****87.50 *****87.50

RE: I Care About Kids, Inc.

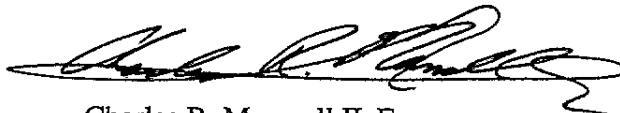
Dear Sir or Madam:

In connection with the above-referenced corporation, please find the original Articles Of Incorporation for filing and a check in the amount of \$87.50. The amount of the check covers the following:

\$35.00 filing fees
\$35.00 Registered Agent Designation
\$ 8.75 Certified Copy
\$ 8.75 Certificate of Status.

If you have any questions, feel free to give me a call at (407) 622-0000.

Sincerely,



Charles R. Maxwell II, Esq.

Enclosures

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 SEP 14 PM 12:21

B. REGISTER SEP 17 2001

**ARTICLES OF INCORPORATION
OF
I CARE ABOUT KIDS, INC**

The undersigned incorporator delivers these Articles of Incorporation of Charles Clayton Companies, Inc. to the office of the Secretary of State of the State of Florida (the "State") pursuant to Chapter 617 Florida Statutes for the purpose of forming a not for profit corporation under the laws of the Florida Not For Profit Corporation Act.

ARTICLE I - Name

The name of this Corporation is:

I Care About Kids, Inc.

ARTICLE II – Principal Office

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

1011 N. Wymore, Suite 100
Winter Park, Florida 32789

ARTICLE III – Purpose

The Corporation is organized for the purpose of engaging in any and all activities or business of a political issues committee permitted under the laws of the United States and the State of Florida.

ARTICLE IV – Term of Existence

The Corporation shall have perpetual existence.

ARTICLE V – Registered Agent / Office

The name and street address of the initial registered agent of the Corporation is:

Charles Ray Maxwell II, P.A.
Attn: Charles Ray Maxwell II
1011 N. Wymore Road, Suite 100
Orlando, Florida 32789

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TALLAHASSEE, FLORIDA
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ARTICLE IV – Appointment of Directors

The Corporation shall have three (3) directors initially. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Members in accordance with the By-Laws of the Corporation.

ARTICLE VII – Initial Board of Directors

The name and street address of the initial Director(s) of the Corporation is/are:

<u>Name</u>	<u>Address</u>
Charles W. Clayton, Jr.	1011 N. Wymore Road, Suite 100 Winter Park, Florida 32789
Wesley Benton,	1011 N. Wymore Road, Suite 100 Winter Park, Florida 32789
Brian C. Bone	1011 N. Wymore Road, Suite 100 Winter Park, Florida 32789

ARTICLE VIII – Incorporator

The name and street address of the incorporator signing these Articles is:

<u>Name</u>	<u>Address</u>
Charles W. Clayton, Jr.	1011 N. Wymore Road Suite 100 Winter Park, Florida 32789

ARTICLE IX – Initial Officers

The name and street address of the initial Officers of the Corporation are:

<u>Name, Position</u>	<u>Address</u>
Charles W. Clayton, Jr., President	1011 N. Wymore Road, Suite 100 Winter Park, Florida 32789
Wesley Benton, Vice President	1011 N. Wymore Road, Suite 100 Winter Park, Florida 32789
Brian C. Bone, Treasurer	1011 N. Wymore Road, Suite 100 Winter Park, Florida 32789
Susan Marie Bone, Secretary	1011 N. Wymore Road, Suite 100 Winter Park, Florida 32789

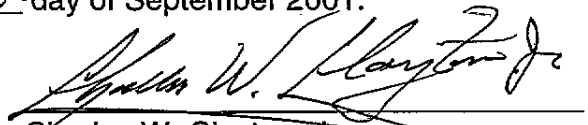
ARTICLE X – Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members' meeting by a majority of the Members, unless all of the Directors and all of the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. If there are no Members, the Board of Directors may approve an amendment to these Articles of Incorporation at a Board of Directors' meeting by a majority of the Directors or by written statement of all the Directors manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI – By-Laws

The power to adopt, alter, amend or repeal By-Laws of the Corporation shall be vested in the Board of Directors and the Members, if any exist.

IN WITNESS WHEREOF, the undersigned does set his hand and seal and he acknowledges, executes and files the foregoing Articles of Incorporation under the laws of the State of Florida this 12th day of September 2001.


Charles W. Clayton, Jr.
Incorporator

**ACCEPTANCE OF
REGISTERED AGENT/REGISTERED OFFICE**

Having been named as Registered Agent to accept service of process for I Care About Kids, Inc. at the place designated in this certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in its capacity.



Charles R. Maxwell II, Esq.,
as Registered Agent

September/2, 2001
Date

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TALLAHASSEE, FLORIDA
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