

No20000003750

Florida Department of State

Division of Corporations

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05/09/02

FLORIDA NON-PROFIT CORPORATION

the national holiday fund of the united states, inc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

MAY 13 2002

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ARTICLES OF INCORPORATION OF
THE NATIONAL HOLIDAY FUND OF THE UNITED STATES, INC.

A Florida Corporation Not for Profit
Pursuant to Florida Statute 617

05/09/02

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida:

ARTICLE I
NAME

The name of the corporation shall be The National Holiday Fund of the United States, Inc.

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is c/o David A. Vernon, 523 Oakpoint Circle, Davenport, Florida 33837-8693.

ARTICLE III
DURATION

The effective date of the Incorporation shall be May 9, 2002.

The period of its duration is perpetual, unless dissolved according to law.

ARTICLE IV
METHOD OF ELECTION

The method of election of directors and members shall be as stated in the Corporation's By-Laws.

ARTICLE V
INITIAL BOARD OF DIRECTORS

The names, address and titles of the initial directors of the corporation shall be,

David A. Vernon
523 Oakpoint Circle
Davenport, Florida 33837-8693

Jackie Vernon
523 Oakpoint Circle
Davenport, Florida 33837-8693

Malcolm Haddow
8320 Lakeshore Drive
Yalaha, Florida 34797

Lawrence H. Haber - Florida Bar Number 347868
Office Telephone 407-366-0181

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ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

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

Lawrence H. Haber
Law Offices of Lawrence H. Haber, P.A.
606 Front Street
Celebration, Florida 34747

ARTICLE VII NON PROFIT PURPOSE

The corporation is formed exclusively for purposes for charitable, educational, religious or scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code).

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable 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 Section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be 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 corresponding section of any future Federal tax code).

ARTICLE VIII SPECIFIC PURPOSES

The purpose of the business to be transacted or conducted by this corporation shall be as follows:

1. To relieve the sickness of chronically or terminally ill children and temporarily or permanently physically disabled children (hereinafter called 'the beneficiaries').
2. To stand possessed of the trust fund and the income thereof upon trust to pay apply or appropriate the income and the whole or any part or parts of the capital hereof at any time or from time to time for any of the following purposes:
 - a. by providing holidays for the beneficiaries
 - b. by providing whatever assistance is necessary to the beneficiaries to take a holiday

- c. by doing other such lawful things as are incidental or conducive to the attainment of the above objectives

and the time and manner of such payment or application or appropriation of the trust fund and the income thereof shall be in the absolute discretion of the trustees provided always that the trustees may during the period of 21 years from the date hereof accumulate any part of the income by capitalizing it as an accretion to and part of the trust fund.

3. To do any and all other acts and things that may be necessary or proper to effectuate and to carry out the general and specific purposes and objectives of this corporation the same as a private person or corporation might do within the laws made and governing corporations not for profit.

ARTICLE IX SCOPE OF ACTIVITIES

The corporation shall have the power, either directly or indirectly, either 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 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 in furtherance of the exempt purposes of the Internal Revenue Code of 1986 and the regulations thereunder as the same now exist or as they may hereafter amended from time to time.

ARTICLE X DISTRIBUTION ON DISSOLUTION OR LIQUIDATION

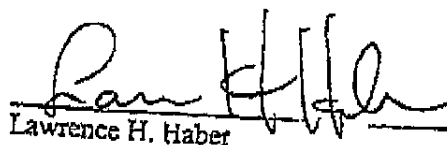
Upon dissolution of this corporation assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, or corresponding section of any future Federal tax code or shall be distributed to the Federal government, or to a state or local government for public purposes.

**ARTICLE XI
INCORPORATOR**

The name and address of the Incorporator signing these Articles is set forth below:

Lawrence H. Haber
Law Offices of Lawrence H. Haber, P.A.
606 Front Street
Celebration, Florida 34747

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 9th day of May 2002.


Lawrence H. Haber

STATE OF FLORIDA

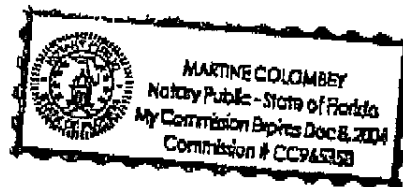
COUNTY OF OSCEOLA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Lawrence H. Haber, know to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed them for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 10th day of May, 2002.


NOTARY PUBLIC

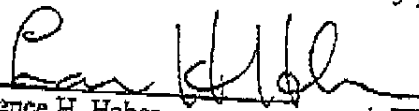
My Commission Expires: 12-08-2004



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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated Corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.


Lawrence H. Haber

STATE OF FLORIDA

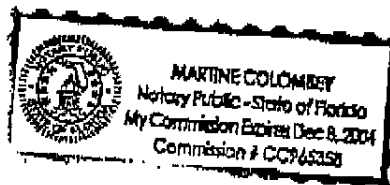
COUNTY OF OSCEOLA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Lawrence H. Haber known to me and known by me to be the person who executed the foregoing Acceptance by Registered Agent, and he acknowledged before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 10th day of May, 2002.


NOTARY PUBLIC

My Commission Expires: 12-08-2004



FILED
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Lawrence H. Haber - Florida Bar Number 347868
Office Telephone 407-566-0181

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