

No 2000005736

July 10, 2002

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

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-07/15/02--01038--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

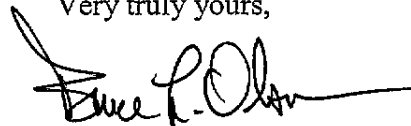
Dear Secretary of State,

I enclose for filing original Articles of Incorporation for HELP Service Corporation along with a check for \$78.75 to cover filing fees. Please file the original Articles and send a certified copy to the return address stated in the Articles as proof of filing.

If you have any questions or other issues, please contact our legal counsel, Jeffrey A. Redmon at (866) 386-0100.

Thank you for your assistance.

Very truly yours,



Bruce L. Olson  
7633 Mount Carmel Drive  
Orlando, FL 32835

MAIL RETURNED COPY TO:  
Redmon Law Chartered  
2217 Vine St., Suite 204  
Hudson, WI 54016  
(715) 386-0100

FILED  
02 JUL 29 AM 7:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2/30  
2002-05-12  
elisa@redmon.com



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 16, 2002

BRUCE L. OLSON  
7633 MOUNT CARMEL DRIVE  
ORLANDO, FL 32835

SUBJECT: HELP SERVICE CORPORATION  
Ref. Number: W02000020512

We have received your document for HELP SERVICE CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6965.

Shannon Elliott  
Document Specialist  
New Filing Section

Letter Number: 102A00043755

## ARTICLES OF INCORPORATION

### FOR

### HELP SERVICE GROUP, INC.

The undersigned, a natural person of legal age acting as incorporator of HELP Service Group, Inc. (the "Corporation") under the Florida Not For Profit Corporation Act (Chapter 617 of the Florida Statutes), hereby executes and adopts the following Articles of Incorporation for such Corporation:

#### ARTICLE I

##### Name

The name of the Corporation is HELP Service Group, Inc.

#### ARTICLE II

##### Purpose

The Corporation is organized and shall be operated for any lawful purpose or purposes not for pecuniary interest and not specifically prohibited to corporations under the laws of the state of Florida, including without limitation charitable, benevolent, eleemosynary, educational, historical, civic, patriotic, religious, social, fraternal, literary, cultural, athletic, scientific, agricultural, horticultural, animal husbandry, and professional, commercial, industrial, or trade association purposes. To the extent consistent with the above general purposes, the purposes of this corporation shall include the promotion of education, knowledge and social services, and more specially to engage in activities for the benefit and advancement of assistance and service to educational, social welfare, nonprofit and governmental units.

#### ARTICLE III

##### Principal Office

The principal office is located in Orange County, and the address of such principal office is 7633 Mount Carmel Dr., Orlando, FL 32835.

#### ARTICLE IV

##### Registered Agent

The name and address of the initial registered agent of the corporation is Bruce L. Olson, 7633 Mount Carmel Dr., Orlando, FL 32835.

#### ARTICLE V

##### Amendments

These Articles may be amended in the manner authorized by law at the time of such amendment.

FILED  
02 JUL 29 AM 7:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI**  
**Initial Board of Directors**

The affairs of the Corporation shall be managed by a board of directors, who need not be residents of Florida. The number of Directors constituting the Board of Directors and method of appointment shall be determined by the By-Laws of the Corporation, but the number of Directors shall not be less than three (3). The initial Directors shall be:

Bruce L. Olson, Donald J. Olson, Charlene R. Olson

**ARTICLE VII**  
**Members**

The Corporation shall have no members.

**ARTICLE VIII**  
**Powers**

The Corporation shall have all powers conferred upon not for profit corporations organized under Chapter 617 of the Florida Statutes, and any successor provisions thereto now enacted or hereafter amended but shall exercise such powers only in fulfillment of its above-stated purposes.

The Corporation shall be limited as follows:

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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.

B. 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 any candidate for public office.

**ARTICLE IX**  
**Dissolution**

The Corporation may be dissolved upon the adoption of a plan to dissolve adopted by the Board of Directors. In the event of dissolution of the Corporation no liquidating or other dividends and distribution of property owned by the Corporation shall be declared or paid to any private individual, be the net assets of the Corporation shall be distributed as follows:

A. 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 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.

B. Any such assets not so disposed of shall be disposed of by the Circuit Court 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.

**ARTICLE X**  
**Private Inurement**

No part of the net earnings of the Corporation shall inure to the benefit of any director or officer of the corporation or any private individual or for profit entity, however organized, except that reasonable compensation may be paid for services rendered to or for the corporation in the performance of its corporate purpose. No director or officer of the Corporation or any private individual or for profit entity, however organized, shall be entitled to share in the distribution of any of the corporation's assets on dissolution of the corporation, but in the event of dissolution said assets shall be disposed of in accordance with the Florida Not For Profit Corporation Act as amended.

**ARTICLE XI**  
**Authorized Shares**

The Corporation shall not have capital stock.

**ARTICLE XII**  
**Director Liability**

The Corporation is hereby authorized to indemnify its officers, directors, agents, and employees to the full extent permitted by the Florida Statutes § 607.0850 and is authorized to provide insurance for such indemnity.


In witness whereof, the undersigned has hereunto set forth his hand as July 24, 2002



Bruce L. Olson ( I agree to accept the designation  
of Registered Agent)

STATE OF FLORIDA            )  
  ) ss.  
COUNTY OF ORANGE)

Personally came before me this 24th day of July, 2002, the aforementioned incorporator, Bruce L. Olson, to me known to be the person who executed the foregoing instrument and acknowledged the same.

  
Notary Public

