

N02000007231

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FRANK P. MURPHY, ATTORNEY, P.A.

6210 Trail Boulevard

Naples, Florida 34108

(239)566-7076

(239)566-7857 - Facsimile

02 SEP 19 AM 10:19

June 14, 2002

800006121528--3

-07/01/02--01050--005

*****70.00 *****70.00

Secretary of State
Corporation Division
Post Office Box 6237
Tallahassee, FL 32314

Re: A Hand Up, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation to be filed in connection with the above-named corporation together with the Designation of Registered Agent.

This firm's check in the amount of \$70.00 is enclosed representing:

Filing Fee	\$ 35.00
Designation Reg/Agent	\$ 35.00
Total	\$ 70.00

Upon filing, kindly return same in the self-addressed, stamped envelope that has been provided.

Thank you for your cooperation in this matter.

Sincerely,



Frank P. Murphy

FPM/jat
Attach: 1. Articles & Designation
2. Check
3. SASE

cc: client

Lisa **GAVE**
AUTHORIZATION BY PHONE TO
CORRECT Articles
DATE 9-23-02
DOC. EXAM Dale White

N02-14317

D. WHITE SEP 23 2002 17



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 30, 2002

FRANK P. MURPHY, ESQUIRE
6210 TRAIL BLVD
NAPLES, FL 34108

2ND LETTER

SUBJECT: A HAND UP, INC.
Ref. Number: W02000019317

You failed to make the correction(s) requested in our previous letter.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 245-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 502A00041984

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 SEP 19 AM 10: 19

ARTICLES OF INCORPORATION FOR A HAND UP, INC.

(In compliance with Chapter 617, Fla. Stat. Non-Profit)

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation shall be: A Hand Up, INC.

ARTICLE II. PRINCIPLE OFFICE

The principle place of business/mailling address is: **26441 Summer Greens Drive, Bonita Springs, Florida 34135.**

ARTICLE III PURPOSE

This corporation is organized for the purpose of providing help for children, families of children, etc., including food, clothing, and other necessities.

ARTICLE IV. MANNER OF ELECTION/BOARD OF DIRECTORS

This corporation shall have Three (3) directors initially. The number of directors may be either increased or decreased from time to time by amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than three. The name and address of the initial director of this corporation is: Robert Cabezas, 26441 Summer Greens Drive, Bonita Springs, Florida 34135; 2nd Director: Jean Cabezas; 3rd Director: Eleanor King. Directors are appointed.

ARTICLE V. OFFICERS

The initial officers shall be President, Vice-president, Secretary and Treasurer.

ARTICLE VI. REGISTERED AGENT

The name and address of the initial registered agent and office of this corporation are as follows:

Frank P. Murphy, Esq., 6210 Trail Boulevard, Naples, Florida 34108.

ARTICLE VII. SUBSCRIBER

The name and address of the person signing these Articles of Incorporation is: Robert Cabezas, as Secretary whose address is: 26441 Summer Greens Drive, Bonita Springs, Florida 34135.

ARTICLE VIII. AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this revision.

ARTICLE IX. NOT FOR PROFIT

The corporation is a not for profit corporation. The purpose for which the corporation is organized for charity.

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of Charity and for other charitable purposes, by the distribution of its property for those purposes, and particularly for under privileged persons.

(b) The general purposes for which this corporation is formed are to operate exclusively for charitable purposes which will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the making of distributions to organizations which qualify as tax exempt organization under the code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE X. VOTING CONTROL

There shall be shares of stock issued, and voting decisions on officers, and other corporate decisions shall be made by the board of directors.

ARTICLE. XI. BYLAWS

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors

or by following the procedure set forth in the bylaws.

ARTICLE XII. PROPERTY OF CORPORATION

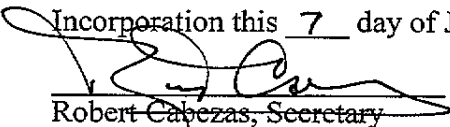
The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual.

ARTICLE XIII. DISSOLUTION

On the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

~~IN WITNESS WHEREOF~~, the undersigned Incorporator has executed these Articles of

Incorporation this 7 day of June, 2002.



Robert Cabezas, Secretary

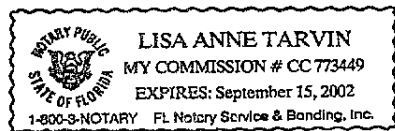
**STATE OF FLORIDA
COUNTY OF LEE**

I HEREBY CERTIFY that on this day before me, a Notary Public duly licensed to take acknowledgments in the State and County aforesaid, personally appeared Robert Cabezas, who has executed the foregoing articles of incorporation for, A Hand Up, Inc. and who is personally known to me or who produced Florida Driver's License Number: personally known

WITNESS my hand and official seal in the County and State aforesaid this 14th day of June,


2002.


Lisa Anne Tarvin, Notary Public, State of Florida



DESIGNATION AND ACCEPTANCE OF REGISTERED OFFICE AND REGISTERED AGENT

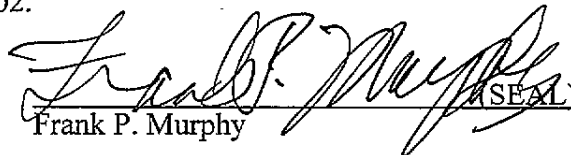
The undersigned subscriber of A Hand Up, Inc. hereby designates the following individual as registered agent for this corporation, and the following address as the registered office of the corporation: Frank P. Murphy, Esq., 6210 Trail Boulevard, Naples, Florida 34108.

 (SEAL)
Robert Cabezas, Secretary

ACCEPTANCE OF REGISTERED AGENT

The undersigned does hereby accept the designation as registered agent of A Hand Up, Inc.

DATED this 14th day of June, 2002.

 (SEAL)
Frank P. Murphy

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
02 SEP 19 AM 10:19