

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

No2000007923

The American Dream
Foundation, Inc.

500007691615--9
-09/12/02--01033--019
*****78.75 *****78.75

<input checked="" type="checkbox"/>	Art of Inc. File	FILED	02 OCT 16 AM 11:49	SECRETARY OF STATE TALLAHASSEE, FLORIDA
<input type="checkbox"/>	LTD Partnership File			
<input type="checkbox"/>	Foreign Corp. File			
<input type="checkbox"/>	L.C. File			
<input type="checkbox"/>	Fictitious Name File			
<input type="checkbox"/>	Trade/Service Mark	RECEIVED	02 SEP 12 AM 11:05	DIVISION OF CORPORATION
<input type="checkbox"/>	Merger File			
<input type="checkbox"/>	Art. of Amend. File			
<input type="checkbox"/>	RA Resignation			
<input type="checkbox"/>	Dissolution / Withdrawal			
<input type="checkbox"/>	Annual Report / Reinstatement			
<input checked="" type="checkbox"/>	Cert. Copy			
<input type="checkbox"/>	Photo Copy			
<input type="checkbox"/>	Certificate of Good Standing			
<input type="checkbox"/>	Certificate of Status			
<input type="checkbox"/>	Certificate of Fictitious Name			
<input type="checkbox"/>	Corp Record Search			
<input type="checkbox"/>	Officer Search			
<input type="checkbox"/>	Fictitious Search			
<input type="checkbox"/>	Fictitious Owner Search			
<input type="checkbox"/>	Vehicle Search			
<input type="checkbox"/>	Driving Record			
<input type="checkbox"/>	UCC 1 or 3 File			
<input type="checkbox"/>	UCC 11 Search			
<input type="checkbox"/>	UCC 11 Retrieval			
<input type="checkbox"/>	Courier			

Signature _____

Requested by: SW 9/12

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

ms92-26574
g 9/12



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 12, 2002

CAPITAL CONNECTION, INC.

SUBJECT: THE AMERICAN DREAM FOUNDATION, INC.
Ref. Number: W02000026574

We have received your document for THE AMERICAN DREAM FOUNDATION, INC. 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) 245-6878.

Alan Crum
Document Specialist
New Filing Section

Letter Number: 902A00052374

ARTICLES OF INCORPORATION

OF

**THE AMERICAN DREAM FOUNDATION OF
NORTH FLORIDA, INC.**

ARTICLES OF INCORPORATION OF THE UNDERSIGNED, ALL OF WHOM ARE CITIZENS OF THE UNITED STATES, DESIRING TO FORM A NON-PROFIT CORPORATION UNDER THE STATE OF FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE 1 : NAME

THE NAME OF THE CORPORATION SHALL BE :

THE AMERICAN DREAM FOUNDATION OF NORTH FLORIDA, INC.

ARTICLE 2 : PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORP. SHALL BE :

3991 CHICORA WOOD PL , JACKSONVILLE , FL. 32224

ARTICLE 3 : PURPOSE

SAID CORPORATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE, RELIGIOUS, EDUCATIONAL, AND SCIENTIFIC PURPOSES, INCLUDING, FOR SUCH PURPOSES, THE MAKING OF DISTRIBUTIONS TO ORGANIZATIONS THAT QUALIFY AS EXEMPT ORGANIZATIONS UNDER SECTION 501 (c) (3) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE

ARTICLE 4 : INITIAL TRUSTEE'S

THE NAMES AND ADDRESSES OF THE INITIAL TRUSTEE'S OF THE CORPORATION ARE AS FOLLOWS :

CHARLES B. ROTH
3991 CHICORA WOOD PL
JACKSONVILLE , FL. 32224

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TALLAHASSEE, FLORIDA

MARTA M. ROTH
3991 CHICORA WOOD PL
JACKSONVILLE, FL. 32224

LISA MARASCO
3434 BLANDING BLVD. SUITE 218
JACKSONVILLE, FL. 32210

ARTICLE 5 : NET EARNINGS

NO PART OF THE NET EARNINGS OF THIS 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 THREE HEREOF. 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 OR IN OPPOSITION TO ANY CANDIDATE FOR PUBLIC OFFICE. NOTWITHSTANDING ANY OTHER PROVISIONS OF THESE ARTICLES, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON (A) BY A CORPORATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501 (c) (3) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FURTHER FEDERAL TAX CODE, OR (B) BY A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170 (c)(2) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

ARTICLE 6 : DISSOLUTION

UPON 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 SHALL BE DISTRIBUTED TO THE FEDERAL GOVERNMENT, OR TO A STATE OR LOCAL GOVERNMENT, FOR A PUBLIC PURPOSE. ANY SUCH ASSETS NOT SO DISPOSED OF BY A COURT OF COMPETENT JURISDICTION OF THE COUNTY IN WHICH THE PRINCIPAL OFFICES OF THE CORPORATION IS THEN LOCATED, EXCLUSIVELY FOR SUCH PURPOSES OR TO SUCH ORGANIZATIONS, AS SAID COURT SHALL

DETERMINE, WHICH ARE ORGANIZED AND OPERATED EXCLUSIVELY FOR SUCH PURPOSES.

ARTICLE 7: INITIAL REGISTERED AGENT AND ADDRESS

THE NAME AND ADDRESS OF THE REGISTERED AGENT IS :

CHARLES B ROTH
3991 CHICORA WOOD PL
JACKSONVILLE , FL. 32210

ARTICLE 8 : INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR THESE ARTICLES IS :

CHARLES B ROTH
3991 CHICORA WOOD PL
JACKSONVILLE , FL. 32210

ARTICLE 9 : OFFICERS

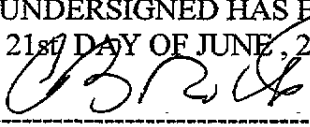
THE INITIAL NAME AND ADDRESS OF EACH OFFICER IS :

PRESIDENT AND CEO- CHARLES B ROTH
3991 CHICORA WOOD PL. JACKSONVILLE, FL. 32224

EXECUTIVE DIRECTOR AND VICE PRESIDENT - MARTA M. ROTH
3991 CHICORA WOOD PL. JACKSONVILLE, FL. 32224

SECRETARY / TREASURER - LISA MARASCO
3434 BLANDING BLVD. # 218, JACKSONVILLE, FL. 32210

THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION
THIS 21st DAY OF JUNE, 2002

 7-16-02

CHARLES B ROTH- INCORPORATOR

SUBSCRIBED BEFORE ME THIS 16 DAY OF July 2002



SIGNATURE OF NOTARY PUBLIC - STATE OF FL.



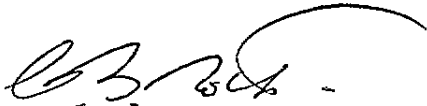
CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FL. STATUTE, THE MENTIONED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FL., SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / AGENT, IN THE STATE OF FLORIDA.

1) THE NAME OF THE CORPORATION IS : THE AMERICAN DREAM FOUNDATION OF NORTH FLORIDA, INC.,

2) THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS : CHARLES B ROTH, 3991 CHICORA WOOD PL JACKSONVILLE, FL. 32224

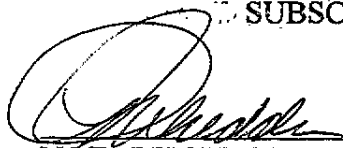
HAVING BEEN NAMED AS A REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CO. AT THE PLACE DESIGNATED IN THE CERTIFICATE. I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO COMPLY WITH ALL OF THE PROVISIONS OF THE STATUTE RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS THE REGISTERED AGENT.



CHARLES B ROTH

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02 OCT 16 AM 11:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBSCRIBED BEFORE ME THIS ^{16th} DAY OF JUNE 2002.



NOTARY PUBLIC STATE OF FL.



PAMELA K. WHIDDEN
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires June 21, 2003
Commission No. CC831275