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FLORIDA NON-PROFIT CORPORATION

TREE OF LIFE FOUNDATION, INC.

Certificate of Status	0
Certified Copy	1
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T. SMITH JAN 15 2003

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**ARTICLES OF INCORPORATION
OF
TREE OF LIFE FOUNDATION, INC.**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a not for profit corporation under the provisions of Chapter 617 of the laws of the State of Florida, do hereby adopt the following Articles of Incorporation, and do hereby agree and certify as follows:

ARTICLE I

Name

The name of this Corporation shall be **TREE OF LIFE FOUNDATION, INC.**

ARTICLE II

Principal Office

The street address of its initial principal place of business shall be located at 2629 Ivydale Drive, Deltona, FL 33725, and the mailing address of the corporation is P. O. Box 39065, Deltona, Florida 32739.

ARTICLE III

Purpose

The purposes for which this Corporation is organized are exclusively charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"), not for pecuniary profit, including the performance of the following activities exclusively for such purposes, except as restricted by Article VIII herein:

A. To serve the people of Volusia county of the State of Florida by collecting, sorting, soliciting, storing, receiving, and judiciously distributing food, in kind services, and other items donated or otherwise obtained from various suppliers, to serve the needs of the ill, needy and children suffering from hunger.

B. The exercise of all powers conferred on a corporation organized under the Florida Not For Profit Corporation Act as currently in effect and as it may be amended, and all such other powers as are permitted by applicable law.

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ARTICLE IV

Members

The qualifications for members and the manner of their admission and expulsion shall be as set forth in the bylaws of the Corporation.

ARTICLE V

Manner of Election of Directors

Management of this Corporation shall be vested in a Board of Directors of not less than three (3) members who shall be natural persons and who need not be members of the Corporation. The method of election of directors shall be as stated in the Bylaws. The names and street addresses of the initial directors of the Corporation are:

Paul Roggio
P. O. 39065
Deltona, Florida 32739

Curtis Miller
1121 Windsor Heights
Deltona, FL 32728

Tina Miller
1121 Windsor Heights
Deltona, FL 32728

ARTICLE VI

Registered Office and Registered Agent

The street address of the initial registered office of this Corporation is 255 South Orange Avenue, 17th Fl., Orlando, FL 32801 and the name of the initial registered agent of this Corporation at that address is Jean M. Fisher.

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ARTICLE VII

Incorporator

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

Jean M. Fisher
8245 92nd Avenue
Vero Beach, Florida 32967

ARTICLE VIII

Restrictions

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its members, 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 the purposes set forth in Article II 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 any candidate for public office.

It is intended by the provisions of these Articles of Incorporation that the Corporation shall possess the status of an organization exempt from federal income taxation under the provisions of Section 501(c)(3) of the Code as now in force or hereafter amended. Accordingly, no part of the affairs of the Corporation shall be administered, directly or indirectly, in any manner whatsoever which might jeopardize the tax exempt status of the Corporation.

ARTICLE IX

Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all residual assets of the Corporation exclusively for one or more of the exempt purposes of the Corporation which may include distribution to an organization or organizations organized and operated exclusively for one or more of such exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall distribute all of the residual assets of the Corporation to the federal government or to a state or local government for a public purpose. Any residual assets

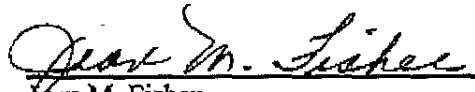
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not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the Corporation is then located, exclusively for such exempt purposes or to such organization or organizations as said court shall determine which are organized and operated exclusively for one or more of the exempt purposes of the Corporation.

IN WITNESS WHEREOF, the undersigned subscribing incorporator has hereto set his hand and seal this 13th day of January, 2003, for the purposes of forming this Corporation not-for-profit under the laws of the State of Florida.


Jean M. Fisher
Incorporator

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR
THE SERVICE OF PROCESS WITHIN FLORIDA AND
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

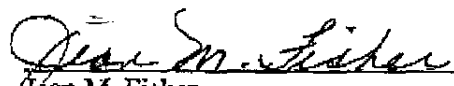
In compliance with Sections 617.0202, 48.091 and 617.0501, Florida Statutes, the following is submitted:

TREE OF LIFE FOUNDATION, INC. (the "Company") desiring to organize as a domestic corporation or qualify under the laws of the State of Florida with its principal place of business at 2629 Ivydale Drive, Deltona, FL 32725, has named and designated **JEAN M. FISHER**, with its registered office located at 255 South Orange Avenue, 17th Fl., Orlando, FL 32801, as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named as Registered Agent for **TREE OF LIFE FOUNDATION, INC.** (the "Company") at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 617.0503, Florida Statutes, as the same may apply to the Company; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Company relating to the proper and complete performance of my duties as Registered Agent.

Dated this 13th day of January, 2003.


Jean M. Fisher
Registered Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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