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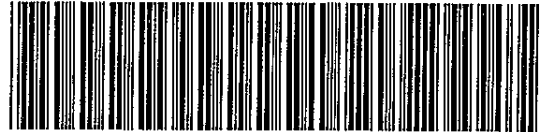
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**MICHAEL A. KRAMER**  
ATTORNEY AND COUNSELOR AT LAW  
P.O. BOX 181268  
CASSELBERRY, FL 32718  
(407) 834-4847

January 14, 2003

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

Re: PAULA ISRAEL FUND FOR CHILDREN, INC.

Enclosed please find one original and a copy of the Articles of Incorporation for PAULA ISRAEL FUND FOR CHILDREN, INC. Also enclosed please find a check in the amount of \$70.00 to cover the filing fee.

Please return the copy to me with the stamped in date and your cover letter indicating the corporate number.

Thank you for your attention to this matter.

Very truly yours,



Michael A. Kramer, Esq.

Transmittal PAULA ISRAEL FUND FOR CHILDREN, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
PAULA ISRAEL FUND FOR CHILDREN, INC.**

The undersigned Incorporators to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation **Not For Profit** under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is **PAULA ISRAEL FUND FOR CHILDREN, INC.**

**ARTICLE II - PRINCIPAL OFFICE**

The initial street address of the principal office of this corporation is to be at: 10 Keyes Court, Sanford, Florida 32773. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

**ARTICLE III - NATURE OF BUSINESS**

The specific purpose or purposes for which the corporation is organized is as follows:

To provide a resource in the community to assist children in need.

The general character or nature of the business to be transacted by this corporation is as follows:

(a) To acquire by purchase, lease or otherwise, lands and interest in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held or occupied, and to encumber or dispose of any lands, or interest in lands, and any buildings or other structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds improve or unimproved, or any right or interest therein.

(b) To acquire, by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the corporation, and to invest, trade, lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.

(c) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and to execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(d) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(e) To become a partner with any person or persons, corporation, or any other business entity and engage in the same or other character of business.

(f) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(g) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any firm, association or corporation, or calculated to facilitate the same.

(h) To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.

(i) To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors or otherwise, alone or in company with others, and to do and perform all such things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anyway limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

#### ARTICLE IV - DIRECTORS

The corporation shall have Seven (7) Directors initially. The number of Directors may be increased or diminished from time to time by the By-laws, but shall never be less than Three (3). The manner in which Directors are elected or appointed is as follows: The Directors of the corporation shall be elected by the affirmative vote of a majority of the Members of the corporation at the annual Meeting of the Members.

#### ARTICLE V - INITIAL DIRECTORS AND INITIAL OFFICERS

The names and street addresses of the initial Seven (7) Directors who shall hold office until their successors are elected and have qualified are as follows:

##### NAME

##### ADDRESS

1. Martin A. Israel

10 Keyes Court  
Sanford, FL 32773

2. Andrew E. Israel

10 Keyes Court  
Sanford, FL 32773

- |                      |                                     |
|----------------------|-------------------------------------|
| 3. Jason H. Israel   | 10 Keyes Court<br>Sanford, FL 32773 |
| 4. Tracy Israel      | 10 Keyes Court<br>Sanford, FL 32773 |
| 5. Michael A. Kramer | 10 Keyes Court<br>Sanford, FL 32773 |
| 6. Jeff Triplett     | 10 Keyes Court<br>Sanford, FL 32773 |
| 7. Craig Berry       | 10 Keyes Court<br>Sanford, FL 32773 |

The affairs of the corporation shall be managed by a President, Secretary, and Treasurer, and such other officers as the Bylaws shall from time to time designate. The officers of the corporation shall be elected by the Board of Directors at its annual meeting as established by the Bylaws. The names of the initial officers who shall hold office until their successors are elected and have qualified are as follows:

President:	Martin A. Israel
Secretary:	Michael A. Kramer
Treasurer	Craig Berry

#### ARTICLE VI - REGISTERED AGENT

The registered agent of this corporation shall be:

<u>NAME</u>	<u>ADDRESS</u>
Martin A. Israel	10 Keyes Court Sanford, FL 32773

#### ARTICLE VII - INCORPORATORS

The names and street addresses of the Incorporators to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Martin A. Israel	10 Keyes Court Sanford, FL 32773

#### ARTICLE VIII - MEMBERS

The Members of the corporation shall be such persons as the Board of Directors determines to be interested in the activities of the corporation and

shall be admitted upon two-thirds (2/3) vote of approval of the Board of Directors, and satisfaction of any further admission criteria as shall be established by the Bylaws of the corporation.

ARTICLE IX - EFFECTIVE DATE

These Articles of Incorporation shall be effective on the date they are filed with the State of Florida, Division of Corporations.

ARTICLE X - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE XI - BYLAWS

The Bylaws of the corporation shall be made, altered, amended, or repealed by the affirmative vote of a majority of the Members of the corporation.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be proposed by the Board of Directors and adopted by the affirmative vote of a majority of the Members of the corporation.

ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify any officer and director, or any former officer or director, to the full extent permitted by law.

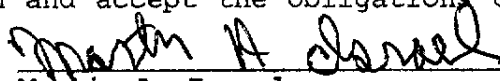
ARTICLE XIV - INTERNAL REVENUE CODE 501 (c) (3) PROVISION

This organization is organized exclusively for religious, educational, and charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.

IN WITNESS WHEREOF, We have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 23<sup>rd</sup> day of January, 2003.

INCORPORATORS:  
  
Martin A. Israel

Having been named as Registered Agent and to accept Service of Process for the above-stated corporation at the place designated herein, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the 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.

  
Martin A. Israel  
DATE: 1/23/03

Articles Paula Israel Fund For Children

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TALLAHASSEE, FLORIDA