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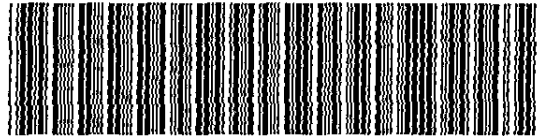
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03 JUN 19 PM 9:02
STATE
TALLAHASSEE, FLORIDA

CB624-2

1405 Julip Drive
Orlando, FL 32825
June 16, 2003

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

Re: Lilish Fair Foundation, Inc., a not for profit corporation
Articles of Incorporation

Dear Sir/Madam:

Enclosed herewith please find the original, executed Articles of Incorporation, together with a copy of same, regarding the above-referenced corporation. Also enclosed please find our check in the amount of \$70.00 representing the filing fee for same.

Thank you.

Sincerely,


Martha Marinara

/sif
Enclosures

**ARTICLES OF INCORPORATION
OF
LILISH FAIR FOUNDATION, INC.
(a not for profit corporation)**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of **LILISH FAIR FOUNDATION, INC.**, a not for profit corporation under Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I
NAME**

The name of the Corporation is **LILISH FAIR FOUNDATION, INC.**

**ARTICLE II
PRINCIPAL OFFICE**

The address of the Principal Office of the Corporation is 1405 Julip Drive, Orlando, Florida 32825. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE III
MAILING ADDRESS**

The mailing address of the Corporation is 1405 Julip Drive, Orlando, Florida 32825.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the Corporation is 1405 Julip Drive, Orlando, Florida 32825, and the initial Registered Agent at such address is Martha Marinara.

**ARTICLE V
PURPOSE**

The purpose of the corporation is to plan, organize, market and produce music and arts events in order to raise monies for charitable purposes; to promote research and community awareness for breast cancer and other women's health issues.

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

The names and addresses of the persons who are to serve as initial Directors until the first annual meeting of the members of the Corporation or until successor Directors are elected and shall

qualify is as follows:

Martha Marinara
1405 Julip Drive
Orlando, Florida 32825

Lil Bracaski
2801 Plaza Terrace Drive
Orlando, Florida 32803

Patricia A. Noah
6821 Magnolia Pointe Circle
Orlando, Florida 32810

Lisa Logan
721 Essex Place
Orlando, Florida 32803

David Wallace
10 North Summerlin Avenue, #10
Orlando, FL 32801

ARTICLE VII **INCORPORATOR**

The name and address of the sole incorporator of the Corporation is Martha Marinara, 1405 Julip Drive, Orlando, Florida 32825.

ARTICLE VIII **DISSOLUTION**

Upon dissolution of this Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of this Corporation, dispose of all of the assets of this Corporation exclusively for the purposes of this Corporation, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court in and for the Judicial Circuit in which the principal office of this 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.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 16 day of June, 2003.


Martha Marinara, Incorporator

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**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article IV of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that she is familiar with, and hereby accepts, the obligations set forth in Section 617.0501, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to her as Registered Agent of the Corporation.

DATED, this 16 day of June, 2003.


Martha Marinara, Registered Agent