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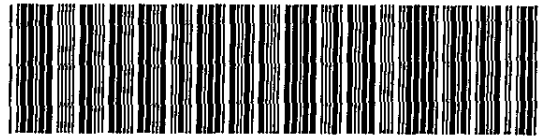
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TALLAHASSEE, FLORIDA

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11/11/10

THE SOLUTIONS GROUP

195 Wekiva Springs Road, Suite 204
Longwood, Florida 32779
(407) 772-4888
(407) 772-4891 Facsimile
poolelaw@earthlink.net
www.thesolutionsgrp.com

William F. Poole, IV
Attorney at Law
Corporate and Business Law
Wills, Trusts and Estate Planning

November 7, 2003

William F. Poole, IV
Financial Planner*
Debt Reduction
Wealth Accumulation
Retirement Planning
Business Succession
Investment Management

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

RE: Deltona Sunshine Group, Inc.
New Corporation - Non-Profit

Ladies and Gentlemen:

Enclosed is an original and one copy of Articles of Incorporation for the above referenced corporation for filing. Our firm's check for \$78.75 is enclosed to cover the following costs:

Filing Fee	— \$35.00
Certified copy of Charter	\$ 8.75
Certificate of Registered Agent	<u>\$35.00</u>
Total	— \$78.75

Upon acceptance of the charter and filing thereof by your office, please provide this firm with a certified copy of the corporate charter.

Thank you for your cooperation in this matter.

Jane
AUTHORIZATION BY PHONE TO
CORRECT R.A. accept
DATE 11/18/03
DOC. EXAM

Sincerely,

Jane Poole
Jane Poole, Assistant to
William F. Poole, IV, Esquire
THE SOLUTIONS GROUP

Enclosures
cc: Sherri Moran

*Securities through G.A. Repple & Company, A Reg. Broker/Dealer and
Investment Advisor, Member NASD, SIPC & MSRB

100 Crown Oak Centre Drive, Longwood, Florida 32750-6166 (407) 331-7330
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**ARTICLES OF INCORPORATION
OF
DELTONA SUNSHINE GROUP, INC.
FLORIDA NON PROFIT CORPORATION**

FILED
03 NOV 10 AM 11:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, a resident of the State of Florida who is of full age, does hereby certify:

**ARTICLE I
Corporate Name**

The name of the corporation is **DELTONA SUNSHINE GROUP, INC.**, hereinafter called the "Non Profit Corporation".

**ARTICLE II
Address**

The initial mailing address of the Non Profit Corporation shall be **2757 West Covington Drive, Deltona, Florida 32738**. The principal office of the Non Profit Corporation shall be located at the mailing address or at such other place as may be subsequently designated by the Board of Directors of the Non Profit Corporation.

**ARTICLE III
Registered Agent**

Sherri Moran, whose address is **2757 West Covington Drive, Deltona, Florida 32738**, is hereby appointed the initial registered agent of this Non Profit Corporation.

**ARTICLE IV
Purpose and Powers of the Non Profit Corporation**

The mission of this Non Profit Corporation is to assist the individuals with developmental disability to reach their full and maximum potential by providing opportunities that will assist the developmentally disabled individual to have meaningful activities and associations to improve their independence and self sufficiency.

The purpose of this Non Profit Corporation shall be consistent with those of a charitable and/or educational organization under the Internal Revenue Code 501(c)(3). The specific purpose of the Deltona Sunshine Group, Inc. shall be to develop and manage programs and activities that will teach, encourage and train developmentally disabled individuals to develop interpersonal relationships and to develop life management skills and appropriate public behavior; teach them to inter-react in group settings and to work together

as a team with other developmentally disabled individuals and non-disabled peers.

To encourage and promote, train and educate the public for the purposes of creating a public awareness and acceptance of developmentally disabled individuals in the community.

To provide a financial safety net to the developmentally disabled individuals and to their families and care givers in case of medical, vocational or other social and welfare need.

To promote activities which will raise necessary funds to support the programs of this non-profit corporation through membership and other fund raising activities.

To create a charity advised fund for the management and distribution of charitable contributions received by this non-profit for the promotion of its charitable activities and purposes of the Non Profit Corporation.

The purpose of this corporation shall be consistent with those of a charitable or educational Organization under IRC Section 501(c)(3).

ARTICLE V

Powers

The Non Profit Corporation shall have the following powers:

(a) To exercise all of the common law and statutory powers of a corporation not for profit organized under the laws of the State of Florida that are not in conflict with the terms of the Declaration, these Articles or the By-Laws of the Non Profit Corporation.

(b) To enforce by legal means the provisions of the Declaration, and the Articles of Incorporation and By-Laws of the Non Profit Corporation, and the rules and regulations adopted pursuant thereto;

(c) To employ personnel to perform the services required for proper operation of the Non Profit Corporation.

(i) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Non Profit Corporation.

(j) To participate in mergers and consolidations with other nonprofit corporations organized for the same or similar purposes, provided that any such merger or consolidation shall have the assent of sixty percent (60%) of each class of members.

(k) The Non Profit Corporation may use its resources, provide services or facilities for the advancement of charity and education, including but not limited to the providing of funds for the disabled persons, their families and care givers, for shelter, travel and expenses required for the care and treatment of these special persons.

(l) To operate exclusively in any other manner for such scientific, charitable and educational purposes as will qualify it as an exempt corporation under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to corporations qualified as tax exempt corporations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE VI

Earnings and Activities of Corporation

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable 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 distribution in furtherance of the purposes set forth in Article IV hereof.

(b) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempt to influence legislation, publishing or distribution of statements any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provision 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 of 1954 (or the corresponding provision of any future United State Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

(d) Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Any other provisions of this instrument notwithstanding, the trustees shall distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Any other provisions of this instrument notwithstanding, the trustees will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code; nor retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code; nor make any investments in a manner as to incur tax liability under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code; nor make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VII

Distribution of Assets

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liability of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such corporation or corporations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt corporation or corporations under Section 501(c)(3) of the Internal Revenue Code of 1954 (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 a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such corporation or corporations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

Dedication of Assets

The property of this corporation is irrevocably dedicated to religious, educational, 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 thereof, or to the benefit of any private individual.

ARTICLE IX

Membership

The Non Profit Corporation shall have two classes of affiliation which shall be:

(a) Members which shall be family members and/or care givers of developmentally disabled individuals;

(b) Friends of the Non Profit Corporation which shall assist, advised or facilitate the

members and their developmentally disabled individuals in the corporation in carrying out the Non Profit Corporation's charitable and educational activities.

Members and Friends shall be admitted under the rules adopted by the Board of Directors and the Bylaws.

ARTICLE X Voting Rights

Section 1. Individual members shall be entitled to one (1) vote. Family members shall be entitled to one (1) vote per family.

ARTICLE XI Board of Directors

The affairs of this Non Profit Corporation shall be managed and governed by a Board of Directors consisting of at least three (3) Directors, who need to be members, in good standing for at least one (1) year, of the Non Profit Corporation. The number of Directors may be changed by amendment of the By-Laws of the Non Profit Corporation. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successor are:

<u>Name</u>	<u>Address</u>
Sherri Moran	2757 W. Covington Drive, Deltona, Florida 32738
Robert Hurst	990 Hugo Circle, Deltona, Florida 32738
Annique M. Orama	1090 Fort Smith Blvd., Deltona Florida 32725

ARTICLE XII Officers

The affairs of the Non Profit Corporation shall be administered by a President, a Secretary and a Treasurer and such other Officers as may be designated from time to time by the Directors. The Officers shall be elected or designated by the Board of Directors at its first meeting following the annual meeting of the members of the Non Profit Corporation. The names and addresses of the Officers who shall serve until their successors are elected or designated by the Board of Directors are as follows:

President	Robert Hurst 990 Hugo Circle, Deltona, Florida 32738
Treasurer	Sherri Moran 2757 W. Covington Drive, Deltona, Florida 32738
Secretary	Annique Orama 1090 Fort Smith Blvd. Deltona, Florida 32725

ARTICLE XIII

Indemnification

Every Director and every Officer of the Non Profit Corporation, and every member of the Non Profit Corporation serving the Non Profit Corporation at its request, shall be indemnified by the Non Profit Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon such person in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a Director or Officer of the Non Profit Corporation, or by reason of his having served the Non Profit Corporation at its request, whether or not he is a Director or Officer or member serving the Non Profit Corporation at the time such expenses or liabilities are incurred, except when the director, Officer or member serving the Non Profit Corporation is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement before entry of judgment, the indemnification shall apply only when the Board of Directors approve such settlement and reimbursement as being in the best interest of the Non Profit Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director, Officer or member serving the Non Profit Corporation may be entitled.

ARTICLE XIV

By-Laws

The By-Laws of the Non Profit Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded, at a duly called regular or special meeting of the members, by an affirmative vote of sixty (60) percent of all the members present in person or by proxy.

ARTICLE XVI

Dissolution

The Non Profit Corporation may be dissolved upon written assent signed by members holding not less than sixty percent (60%) of the total number of votes of each class

of members. Upon dissolution of the Non Profit Corporation, other than incident to a merger or consolidation, the assets of the Non Profit Corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Non Profit Corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or corporation to be devoted to such similar purposes.

ARTICLE XVII

Term

The term of the Non Profit Corporation shall be perpetual.

ARTICLE XVIII

Amendments

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

Section 1. Notice: Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered.

Section 2. Vote: A resolution for the adoption of an amendment may be proposed by the Board of Directors of the Non Profit Corporation. directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, such resolutions must be adopted by not less than sixty percent (60%) of the votes of the members of the Non Profit Corporation.

Section 3. Certification: A copy of each amendment shall be certified by the Secretary of State.

ARTICLE XIX

Incorporator

The name and address of the incorporator of these Articles of Incorporation is as follows:

Name

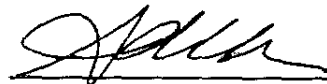
Address

Sherri Moran

2757 Covington Drive, Deltona, Florida 32738

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, as the incorporator of this Non Profit Corporation, have executed these Articles of Incorporation this 5th day of November 2003.

I hereby am familiar with and
accept the duties and responsibilities
of the registered agent.

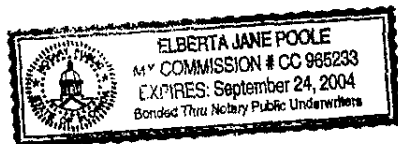

Incorporator and Registered
Agent

STATE OF FLORIDA
COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Sherri Moran, to me well known to be the person described in and/or that I relied upon the following form of identification of the above-named person: Florida Driver's License and who executed the foregoing instrument, and she acknowledged before me the matters and things contained in the above and foregoing are true and correct, and that an oath was/was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this 5 day of November, A.D., 2003.

NOTARY SEAL




NOTARY SIGNATURE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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