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From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212) 431-5000
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FLORIDA NON-PROFIT CORPORATION

BEILAGGIO WOMEN'S CLUB INC.

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ARTICLES OF INCORPORATION
OF

BEILAGGIO WOMEN'S CLUB INC.
Pursuant to Section 617.0202, Florida Statutes

ARTICLE I

The name of the corporation is: **BEILAGGIO WOMEN'S CLUB INC.**

ARTICLE II

The principal address of the corporation is: **9627 Bergamo Street, Lakeworth, FL 33467**

ARTICLE III

The purpose of the corporation is as follows: **To form and do charity work for homeless children**

ARTICLE IV

The manner in which the directors of the corporation be elected shall be so stated in the By-laws.

ARTICLE V

The initial board of directors shall consist of three (3) members. The names and addresses of the directors are as follows:

Ena Kane	Helena Motchan	Enid Bruck
9627 Bergamo Street	9592 Positano Way	9628 Bergamo Street
Lakeworth, FL 33467	Lakeworth, FL 33467	Lakeworth, FL 33467

ARTICLE VI

Notwithstanding any other provisions of these articles, the corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under IRC Section 501(c)(3) or corresponding provisions of any subsequent Federal tax laws.

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No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer, of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code section 501(h)), or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office.

In the event of dissolution, all of the remaining assets and property of the corporation shall after necessary expenses thereof be distributed to another organization exempt under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for public purposes, subject to an order of a Justice of the Supreme Court.

In any taxable year in which the corporation is a private foundation as described in section 509(a) of the Internal Revenue Code of 1986, the corporation shall distribute its income for said period at such time and manner as not to subject it to Tax under section 4942 of the Code and the corporation shall not (a) engage in any act of self-dealing as defined in section 4941(d) of the Code (b) retain any excess business holdings as defined in section 4943(c) of the Code (c) make any investments

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in such manner as to subject the corporation to tax under section 4944 of the Code or (d) make any taxable expenditures as defined in section 4945(d) of the Code or corresponding provisions of any subsequent Federal tax laws.

ARTICLE VII

The name and street address of the incorporator is as follows:

Jacqueline Ward
c/o BlumbergExcelsior Corporate Services, Inc.
62 White Street, New York, New York 10013

The undersigned incorporator has executed these Articles of Incorporation this 9th day of January, 2004



Jacqueline Ward
Incorporator

BlumbergExcelsior Corporate Services, Inc.
62 White Street, NYC 10013
(212)431-5000

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DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **BEILAGGIO WOMEN'S CLUB INC.**
- 2.. The name and address of the registered agent and office is:

Ena Kane, 9627 Bergamo Street, Lakeworth, FL 33467

I, the undersigned 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.


By: **Ena Kane**
Registered Agent

Dated: January 9, 2004

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