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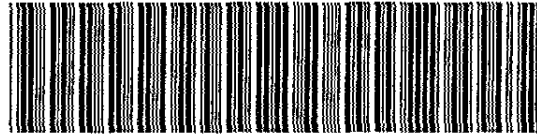
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

-The Law Office of -
Thomas J. Shea III, P.A.

644 S. E. 4th Ave.
Fort Lauderdale, FL 33301
Web: tjshealaw.com

Phone (954) 389-5270
Fax (954) 764-6789
Email: tjshealaw@msn.com

Thomas J. Shea III

February 9, 2004

Florida Department of State
Division of Corporations
409 E Gaines Street
Tallahassee, FL 32399

Via Fedex

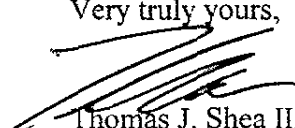
Re: Beacon of Hope Inc.

Dear Sir or Madam:

Enclosed you will find three originals of the Articles of Incorporation for Beacon of Hope, Inc, a Florida Nonprofit Corporation. You will also find my trust account check in the amount of \$78.75, for the filing fees and a certificate of status.

Should you need any additional information, please contact my office at the above address.

Very truly yours,



Thomas J. Shea III
TJS/dbm

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

Beacon of Hope, Inc.

(A Florida Nonprofit Corporation)

ARTICLE I. NAME

The name of this corporation shall be **Beacon of Hope, Inc.**

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Secretary of State. This corporation's duration shall be perpetual, unless it is hereafter dissolved according to law.

ARTICLE III. PURPOSE

This corporation is being formed for the purpose of charitable engaging in the transaction of any and all activities permitted under the laws of Florida and the United States of America. This corporation will engage in religious, charitable, and/or educational purposes, and will not engage in nonexempt purposes.

This corporation is irrevocably dedicated to and operated exclusively for non-profit purposes; and no part of the income or assets of the corporation shall be distributed to, nor inure to the benefit of any individual.

This corporation shall be limited in its purposes, objectives and activities as follows:

1. Notwithstanding any other provision of these Articles, this corporation will not carry on any other activities not permitted to be carried on by (a) 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 States Internal Revenue law or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

2. Notwithstanding any other provision of these Articles, this corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c) of the Internal Revenue Code 1954 or any other corresponding provision of any future United States Internal Revenue law.

ARTICLE IV. POWERS

This corporation may do and perform all such acts and things, including those generally allowed by the laws of Florida relative to nonprofit corporations, as now existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate functions, powers, and rights.

However, this corporation, in exercising any one or more of

such powers shall do so in furtherance of the exempt purpose for which it has been organized as described in the applicable sections of the Internal Revenue Code.

ARTICLE V. MEMBERSHIP

Any person who agrees to be bound by these Articles of Incorporation, the corporate Bylaws, and any rules and regulations which the Board of Directors may from time to time adopt is eligible and qualified for membership in this corporation.

The corporate Bylaws may provide the Board of Directors further discretionary powers relating to the admission of members.

ARTICLE VI. MANAGEMENT

The powers of this corporation shall be exercised, its properties controlled, and its affairs and business conducted and managed by the Board of Directors.

Any action required or permitted to be taken by the Board of Directors, under any provision of the law, may be taken without a meeting, if all of the directors shall individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceedings of the Board of Directors. Any such action by written consent shall have the same force and effect as if taken by a unanimous vote of the Board of Directors. Any certificate or other document filed, under any provision of the law which relates to the action so taken, shall state that the action was taken by the unanimous written consent of the Board of Directors without a meeting, and

that these Articles of Incorporation authorize the Board of Directors to so act. Such a statement shall be prima facia evidence of such authority.

ARTICLE VII. BOARD OF DIRECTORS

This corporation's initial Board of Directors shall have four directors. The number of directors may be increased or decreased, from time to time, by an amendment to the corporate Bylaws, but shall never be less than three.

The directors of this corporation must, at all times, be members of this corporation. Only a member of this corporation may serve as a director of this corporation.

The directors shall be elected annually by this corporation's members. The manner of the election of the directors shall be specified in the corporate Bylaws.

The directors named herein, comprising the initial Board of Directors, shall hold office until their successors are duly qualified.

The name and address of each individual who shall serve as a member of the Initial Board of Directors are:

Melvin Kennerly 11935 NW 5th Ave, Biscayne Park, FL 33261

Victor R Singh 846 NW 81st Way, Plantation, FL 33324

Dorthea E Hogan 11050 Harts Road, No 1107, Jacksonville, FL
32218

Harold O Kennerly 3228 Ribault Scenic Dr., Jackosnville, FL
32208

ARTICLE VIII. OFFICERS

The officers shall consist of a president, a vice president, a secretary, and a treasurer. This corporation may have such other officers as may be provided in the corporate Bylaws.

The officers shall be elected annually by the Board of Directors. The manner of the election of the officers shall be specified in the corporate Bylaws. The officers named herein, comprising the initial officers, shall hold office until the election of officers at the first annual Board of Directors' meeting, or until their successors are elected and qualified.

The names of the initial officers are:

<u>Office</u>	<u>Name</u>
President	Melvin Kennerly
Vice President	Harold O Kennerly
Secretary	Dorothea E. Hogan
Treasurer	Victor R Singh

ARTICLE IX. INDEMNIFICATION

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

ARTICLE X. PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be located at 11935 NE 5th Ave, Biscayne Park, FL 33161.

ARTICLE XI. INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's initial registered office shall be: 644 Southeast 4th Avenue, Fort Lauderdale, FL 33301.

The name of the individual who shall serve as this corporation's initial registered agent at that address is:

THOMAS J. SHEA III ESQ.

ARTICLE XII. INCORPORATOR

The name and street address of the subscribers to these Articles of Incorporation are:

Melvin Kennerly 11935 NE 5th Ave, Biscayne Park, FL 33161

ARTICLE XIII. BYLAWS

Corporate Bylaws will be hereinafter adopted by the Board of Directors. The corporate Bylaws may be amended or repealed, in whole or in part, by the Board of Directors in the manner provided therein, provided that they are not inconsistent with the provisions of these Articles of Incorporation. Any amendments to the corporate Bylaws shall be binding on this corporation's members.

ARTICLE XIV. SPECIAL PROVISIONS

A. In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or the Federal, State, or Local government for exclusive public purpose.

B. This corporation will not, as a substantial part of its activities, attempt to influence legislation.

C. This corporation will not participate to any extent in a political campaign for or against any candidate for public office.

D. This corporation will distribute its income for each tax year at such time and in such manner as not to subject income to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provision of any subsequent Federal tax laws.

E. This corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

F. This corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

G. This corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provision of any subsequent Federal tax laws.

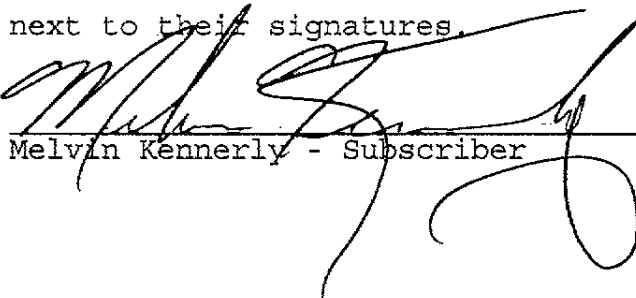
H. This corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax

laws.

ARTICLE XV. AMENDMENTS

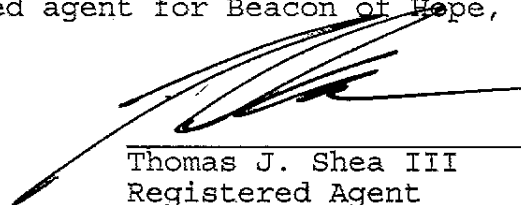
Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of this corporation's members for their vote. Such amendments may be adopted by a vote of a majority of the quorum of this corporation's members.

This corporation's subscribers, for the purpose of forming this nonprofit corporation under the laws of Florida, have executed these Articles of Incorporation, on the dates indicated next to their signatures.


Melvin Kennerly - Subscriber

February 6, 2004

I hereby accept my designation as resident agent and agree to serve as the resident agent of Beacon of Hope, Inc.. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Beacon of Hope, Inc..


Thomas J. Shea III
Registered Agent

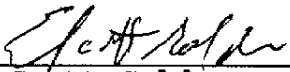
STATE OF FLORIDA
COUNTY OF BROWARD

On February 6, 2004, Thomas J. Shea III, designated above as the individual who shall serve as the corporation's initial registered agent, and the individuals designated above as the subscribers to these Articles of Incorporation, all of whom are personally known to me, or produced Florida driver's licenses as identification, and all of whom personally appeared before me at the time of notarization, and, after being given the oath,

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

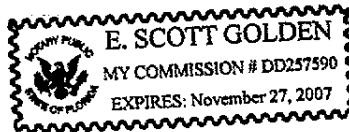
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acknowledged signing these Articles of Incorporation of Beacon of Hope, Inc..


E. Scott Golden
Notary Public, State of

Florida

My commission expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA