

TRANSMITTAL LETTER

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

SUBJECT: IN THE SHADOW OF HIS WINGS, INC.

Dear Sir or Madam:

Please find enclosed for filing one original and one copy of the Articles of Incorporation.

Enclosed is a check in the amount of \$ 87.50 for the filing fee, certified copy and certificate of status.

Please return to: IN THE SHADOW OF HIS WINGS, INC
C/O BEVERLY A PAFF- Incorporator
24033 STATE ROAD 46
SORRENTO FL 32776

NOTE: The original and one copy of the articles are enclosed.

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

FILED

04 JUN -4 PM 4:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the Corporation shall be: IN THE SHADOW OF HIS WINGS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be: 24033 STATE RD 46 in SORRENTO FL 32776.
The mailing address for all legal correspondence shall be: 24033 STATE RD 46 in SORRENTO FL 32776.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: TO HELP OTHER NEEDY INDIVIDUALS OR FAMILIES AS FUNDS ARE AVAILABLE, AND TO PROVIDE TRAINING FOR THOSE WITH INADEQUATE EDUCATION OR QUALIFICATIONS.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed: Shall be set forth in the Corporations bylaws but shall at all times include but not be limited to; a president, vice-president, secretary, and a treasurer.

ARTICLE V INITIAL DIRECTORS/OFFICERS

BEVERLY A PAFF
PRESIDENT/DIRECTOR
24033 STATE RD 46
SORRENTO FL 32776

GWENN PICERNE
VICE PRES/DIRECTOR
24033 STATE RD 46
SORRENTO FL 32776

CYDRA NIGHTINGALE
SECRETARY/DIRECTOR
24033 STATE RD 46
SORRENTO FL 32776

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent and office of the Corporation is:
BEVERLY A PAFF located at: 24033 STATE RD 46 in SORRENTO, FL 32776.

ARTICLE VII INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:
BEVERLY A PAFF located at: 24033 STATE RD 46 in SORRENTO, FL 32776.

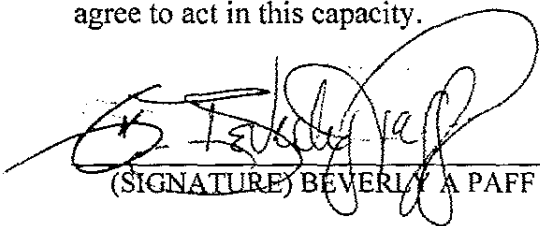
ARTICLE VIII Dissolution

a. Said organization 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)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

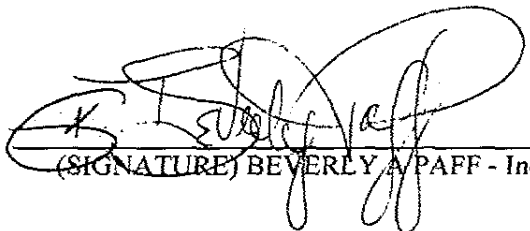
b. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

c. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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 purpose.

Having been named as registered agent to accept service for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


(SIGNATURE) BEVERLY A PAFF - Registered Agent

6-1-04
Date


(SIGNATURE) BEVERLY A PAFF - Incorporator

6-1-04
Date
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