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Ralph Armstead, LLC

Attorney & Counselor at Law

TRANSMITTAL LETTER

DATE:

June 10, 2004

TO:

Department of State
Division of Corporation

P.O. Box 6327

Tallahassee, FL 32314

SUBJECT:

CREATIVE KRITTERS FOUNDATION, INC.

(PROPOSED CORPORATE NAME-)

FROM:

RALPH ARMSTEAD, ESQ. ATTORNEY-AT-LAW LLC 511 WEST SOUTH STREET

SUITE 110

ORLANDO, FL 32805

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for SEVENTY EIGHT AND SEVENTY-FIVE HUNDRED DOLLARS (\$78.75) for Articles of Incorporation filing fee, Acceptance by Registered Agent, and Certified Copy.

by:

RALPH ARMSTEAD, ESQ. ATTORNEY-AT-LAW LLC 511 WEST SOUTH STREET

SUITE 110

ORLANDO, FL 32805

ARTICLES OF INCORPORATION

OF

CREATIVE KRITTERS FOUNDATION, INC.

The undersigned incorporators, do hereby associate for the purpose of becoming a corporation not for profit pursuant to the Florida Not For Profit Corporation Act, Chapter 617, and do hereby agree to the following Articles of Incorporation:

ARTICLE I.

The name of the corporation shall be CREATIVE KRITTERS FOUNDATION, INC.

ARTICLE II.

This corporation shall have perpetual existence and its existence begins when the Articles of Incorporation are filed with the Department of State pursuant to Florida Statutes 617.0203(1) and (2).

ARTICLE III.

The initial principal office, street and mailing address of the corporation is 3315 Maggie Boulevard, Suite 100, Orlando, Florida 32811.

ARTICLE IV.

This corporation is organized pursuant to Chapter 617 and the purposes delineated therein, and Section 501(c)(3) of the Internal Revenue Code, and will be engaged in the following activities:

- A) To nurture individual and family values;
- B) To build self esteem:
- C) To give back to the community;
- D) To support education;
- E) To enhance children's growth and wellness:
- F) To promote life skills of youth and adolescents.
- G) To exercise all rights and powers conferred on corporations formed under the "Florida Not For Profit Corporation Act, Chapter 617 of Florida Statutes, provided, however,

that this corporation shall not engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE V.

To receive and maintain a fund or funds of real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the internal Revenue Code of 1954 and its regulations as they now exist or as they may hereafter be amended.

ARTICLE VI.

No part of the net earnings of the Corporation shall insure to the benefit of any member, trustee, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for service rendered to or for the Corporation affecting one or more of its purposes), and no member, trustee, officer of the Corporation shall be entitled to share in the distribution of any of the Corporate assets on dissolution of the Corporation.

ARTICLE VII.

The Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501 (c) (3) of the Internal Revenue Code of 1954 and its Regulation as they now exist or as they may hereafter be amended, or by an organization's contributions to which are deductible under Section 170 (c) (2) of such Code and Regulations as they now exist or as they may hereafter be amended.

ARTICLE VIII.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954 and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE IX.

It is intended that this Corporation qualify for a Corporation not for profit pursuant to Section 617 of the Florida Statutes, specifically known as the Florida Not For Profit Corporation Act, and it is intended that this organization be exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 as amended.

ARTICLE X.

The name and address of the initial registered agent is Jennifer H. Young, 3 Creative Women Productions, 3315 Maggie Boulevard, Suite 100, Orlando, Florida 32811. Said

registered agent's written acceptance of appointment as registered agent is as state below and made a part hereof.

ARTICLE XI.

The names and street addresses of the incorporators to these Articles of Incorporation are:

Marsha D. M. Reece 1850 Long Pond Drive Longwood, FL 32779 Jennifer H. Young 279 Laurenburg Lane Ocoee, FL 34761 Brenda Carter de Treville 8227 Tansy Drive Orlando, FL 32819

ARTICLE XII.

The manner in which Directors of this corporation shall be as chosen and removed from office, their qualifications, powers, duties, compensation, if any, tenure of office, the manner of filling vacancies on the Board, and the manner of calling and holding meetings of the Board of Directors shall be stated in the Bylaws.

The undersigned incorporators have executed these Articles of Incorporation this 4th day of June, 2004.

MARSHA D. M. REECE, INCORPORATOR

BRENDA CARTER de TREVILLE, INCORPORATOR

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated herein, I, JENNIFER H. YOUNG, hereby accept the appointment as registered agent and agree to act in this capacity. In furtherance of this responsibility I agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I accept the obligations of my position as set forth in

section 617.0503, Florida Statutes, and other relevant provisions.

Dated this 4th day of June, 2004.

Jennifer H. Young - Registered Algent

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