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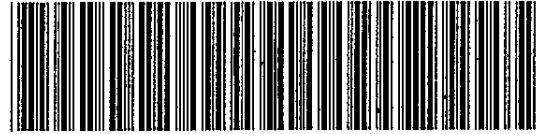
(Business Entity Name)

(Document Number)

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04 AUG -5 2014 14
DIVISION OF REVENUE
STATE OF MISSISSIPPI

TRANSMITTAL LETTER

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

SUBJECT: Children of Promise, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Paul R. Silverman
Name (Printed or typed)

1800 N. Main St.
Address

Gainesville, FL 32609
City, State & Zip

352-373-3285
Daytime Telephone number

04 AUG -5 PM 1:15
SECRET
DIVISION OF CORPORATIONS

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
CHILDREN OF PROMISE, INC.**

ARTICLE I

Corporate Name

The name of this corporation shall be Children of Promise, Inc.

ARTICLE II

Principal Office and Registered Agent

The principal place of business and mailing address of the corporation shall be 1800 N. Main St., Gainesville, Florida, 32609. The corporation may have such other offices as the Board of Directors may designate or the business of the corporation may require from time to time.

The registered office of the corporation shall be 1800 N. Main St., Gainesville, Florida 32609 and the name of the registered agent at such address shall be Paul R. Silverman. The address of the registered office and the registered agent may be changed from time to time by the corporation.

ARTICLE III

Corporate Nature

This corporation is organized exclusively for charitable and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, 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 the corresponding section of any future federal tax code.

04 AUG -5 PM 1:14
STATE OF FLORIDA
DIVISION OF CORPORATIONS

ARTICLE IV

General and Specific Purposes

The specific and primary purposes for which this corporation is formed are:

- (a) exclusively for charitable purposes, to create and implement programs to meet the needs of disadvantaged, underserved, or at-risk youth, including youth in the foster care system, with a primary focus on adolescents and teens.
- (b) to operate exclusively in any other manner for such other purposes as will qualify it as an exempt corporation under Section 501(c)(3) of the Internal Revenue Code or the corresponding provisions of any future federal tax code.

ARTICLE V

Duration and Dissolution

The corporation shall exist perpetually, until dissolved pursuant to the provisions of Chapter 617, Florida Statutes, as amended.

ARTICLE VI

Powers

The corporation shall have all powers of corporations incorporated under the provisions of Chapter 617, Florida Statutes.

ARTICLE VII

Management of Corporate Affairs

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a Board of Directors. The number of Directors of the corporation shall be three (3), provided, however, that such number may be changed by bylaws duly adopted by the Directors.

The Directors of this corporation shall be elected annually by the Board of Directors in the manner set forth in the Bylaws of the Corporation. Until the first such election is held, the following persons shall serve as Directors:

Robin Coen
5812 NW 63rd Court
Gainesville, FL 32653

Nancy Wilkov
2210 NW 38th Dr.
Gainesville, FL 32605

Steven Coen
5812 NW 63rd Court
Gainesville, FL 32653

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minute of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to actions so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

(b) Corporate Officers. The Directors shall elect the following officers: President, Vice-President and Secretary/Treasurer, and such other officers as the bylaws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first meeting of the Directors. Until such election is held, the following persons shall serve as corporate officers:

President: Robin Coen
5812 NW 63rd Court
Gainesville, FL 32653

Vice-President: Nancy Wilkov
2210 NW 38th Dr.
Gainesville, FL 32605

Secretary/Treasurer: Steven Coen
5812 NW 63rd Court
Gainesville, FL 32653

ARTICLE VIII

Earnings and Activities of the Corporation

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 distributions in furtherance of the purposes set forth in Article IV hereof.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding provision of any future federal tax code.

Notwithstanding any other provisions 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.

ARTICLE IX

Distribution of Assets

Upon the dissolution of this corporation, all of its assets remaining after payment of all liabilities, costs and expenses of such dissolution, shall be used for the purposes for which the corporation was organized and incorporated, or shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations as the court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X

Incorporator

The name and address of the Incorporator of this corporation is:

Robin Coen
5812 NW 63rd Court
Gainesville FL 32653

ARTICLE XI

Amendment of Bylaws

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations not for Profit Law of the State of Florida, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted by following the procedures set forth in the bylaws.

ARTICLE XII

Dedication of Assets

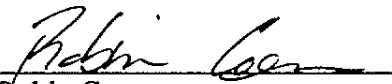
The property of this corporation is irrevocably dedicated to non-profit purposes and no part of the net income or net assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XIII

Amendment of Articles

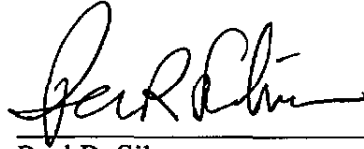
Amendments to these Articles of Incorporation may be proposed by any Director and presented to a quorum of Directors for their vote. A two-thirds (2/3) affirmative vote of the Directors present and voting shall be required for Amendment of these Articles.

I, the undersigned, being the subscriber and incorporator of this corporation, for the purpose of forming this non-profit corporation under the laws of the State of Florida, have executed these Articles of Incorporation on this 30th day of July, 2004.



Robin Coen
Incorporator

Having been named as registered agent to accept service of process 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.

A handwritten signature in cursive script, appearing to read "Paul R. Silverman", written over a horizontal line.

Paul R. Silverman
Registered Agent