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FLORIDA NON-PROFIT CORPORATION

GIFT FUND FOUNDATION, INC.

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1/27/2005

ARTICLES OF INCORPORATION

FOR

GIFT FUND FOUNDATION. INC.

The undersigned, acting as incorporator of a corporation pursuant to chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be:

"GIFT FUND FOUNDATION, INC."

ARTICLE 11 - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of this corporation shall be:

9378 Arlington Expressway Suite 309 Jacksonville, Florida 32225

ARTICLE III - PURPOSE(S)

The specific purposes for which the corporation is organized are:

To operate exclusively for religious, charitable, and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws, including for such purposes the making of distributions to organizations qualifying as tax exempt organizations under that code. In addition, the corporation is organized for the following purposes:

1. To establish and administer programs to educate and assist the public in obtaining real property for home ownership.

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- 2. To establish and administer programs to provide financial assistance to the public for the purchase of real property for home ownership.
- 3. To establish and administer educational programs to educate and assist the public in investing in real estate for financial growth and security.

ARTICLE IV - INITIAL DIRECTORS

There shall be three (3) directors constituting the initial Board of Directors. The name and address of each person who is to serve as an initial director is as follows:

STEPHEN PAUL COLEMAN 9378 Arlington Expressway Suite 309 Jacksonville, Florida 32225

ZULEMA COLEMAN 9378 Arlington Expressway Suite 309 Jacksonville, Florida 32225

ANNA EVANS 9378 Arlington Expressway Suite 309 Jacksonville, Florida 32225

ARTICLE V - LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in section 617.032, Florida Statutes.

ARTICLE VI - AMENDMENTS

The Articles of Incorporation of the corporation may be amended by the Board of Directors by resolution proposed and considered at any regular meeting of the Board of Directors but which may not be adopted until the next succeeding regular meeting of the Board of Directors and then only by unanimous vote. The Bylaws of the corporation shall be made, altered, amended, or rescinded by a majority vote of the Board of Directors at a meeting of the Board of Directors called for such purpose. (H05000022691 3)

ARTICLE VII - DISTRIBUTION OF ASSETS

Upon dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation or corporation organized and operated exclusively for religious, charitable, or educational purposes which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE VIII - DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious, charitable, and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof.

ARTICLE IX - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

ZULEMAN COLEMAN 9378 Arlington Expressway Suite 309 Jacksonville, Florida 32225

ARTICLE X - INCORPORATORS

The name and street address of the incorporator for these Articles of Incorporation is:

ZULEMAN COLEMAN 9378 Arlington Expressway Suite 309 Jacksonville, Florida 32225

The undersigne Incorporation this	d incorporator has executed these Articles day of January, 2005.	of
Incorporator:		
Witness	Zulema Coleman	

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statues, 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:

GIFT FUND FOUNDATION, INC.

2. The name and address of the registered agent and office is:

ZULEMAN COLEMAN 9378 Arlington Expressway Suite 309 Jacksonville, Florida 32225

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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.

ZULEMA COLEMAN

DATED:

REGISTERED AGENT FILING FEE: \$35.00

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