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FLORIDA NON-PROFIT CORPORATION

DISABILITY WITH DIGNITY, INC.

D. WHITE MAY - 4 2005

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TRANSMITTAL LETTER

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

SUBJECT: DISABILITY WITH DIGNITY, INC				
	(PROPOSED CORPORATE	ë name – <u>Must inclui</u>		
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	Filing Fee & Certified Copy ADDITIONAL CO	S87.50 Filing Fee, Certified Copy & Certificate PY REQUIRED	
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7083 Hollywood Blvd. Ste. 180				
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	Los Angeles, CA 90028			
City, State & Zip				
323.962.8600 x 241				
Daytime Telephone number				

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



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

May 3, 2005

LEGALZOOM

SUBJECT: DISABILITY WITH DIGNITY, INC.

REF: W05000022270

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BRIAN HUGON

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P. 2

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ARTICLES OF INCORPORATION

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

FILED

ARTICLE I NAME

The name of the corporation shall be: DISABILITY WITH DIGNITY, INC 2005 HAY -3 A 9:57

ARTICLE II PRINCIPAL OFFICE

The principal place of business and malling address of this corporation shall be: 7012 Chesapsake Circle, Boynton Beach, FL 23436

TALLAHASSEE, FLORIDA

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: please see attached

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed; Directors shall be appointed by the president.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(cs) and specific title(s):

Director: Daisy M Hugon, 7012 Chesapeak Circle, Soynton Beach, FL 33436 Director: Brian L. Hugon, 7012 Chesapeak Circle, Boynton Beach, FL 33436 Director: Janaina B. Hugon, 7012 Chesapeake Circle, Boynton Beach, FL 33436

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Brian L. Hugon

7012 Chesepeake Circle, Boynton Beach, FL 33438

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Cindy Ly, Legalzoom.com, Inc., 7083 Hollywood Blvd. Ste. 180, Los Angeles, CA 90028

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

Signature/Registered Agent Brian L Hugon

Z Z

Signature/Incorporator

Clady Ly LegalZoom.com, inc., Assistant Secretary

4-27-05

Date

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Attachment to

2005 HAY -3 A 9:58 Articles of Incorporation of DISABILITY WITH DIGNITY, INC

This corporation is organized exclusively for one or more of the purposes as specified in LURIDA Section 501(c)(3) of the Internal Revenue 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. This Corporation shall be a nonprofit corporation. The specific purpose for which this corporation is organized is to provide a means for young adults with disabilities to interact with the elderly in nursing homes.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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 purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these articles.

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 section of any future federal tax code.

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.

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