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GIBBS LAW FIRM, P.A.

Attorneys and Counselors at Law

5666 SEMINOLE BOULEVARD, SUITE TWO
SEMINOLE, FLORIDA 33772

TELEPHONE: (727) 399-8300
FACSIMILE: (727) 398-3907

June 7, 2005

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

SUBJECT: ABC Adoptions, Inc.

Dear Sirs:

Enclosed are an original and one copy of the articles of incorporation and a check for \$78.75 (filing fee and certified copy).

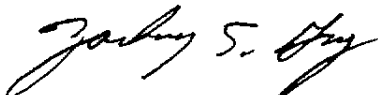
Once filed, please return the certified copy of the articles to:

Gibbs Law Firm, P. A.
5666 Seminole Boulevard
Suite 2
Seminole, FL 33772

If you have any further questions, please contact our office at (727) 399-8300.

Sincerely,

GIBBS LAW FIRM, P. A.



Zachary S. Gray

**Articles of Incorporation
of
ABC Adoptions, Inc.**

FILED
05 JUN 13 PM 12:39
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a corporation pursuant to Chapter 617 of the Florida Statutes, the Florida Not-For-Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

Article 1

The name of the corporation is ABC ADOPTIONS, INC.

Article 2

The principle place of business and the mailing address of this corporation is 6668 River Road, New Port Richey, Florida 34652.

Article 3

The corporation is organized exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law), including, but not limited to, for such purposes, providing social services for children, such as foster care and adoption placements, and to engage in any other activity not prohibited to corporations under the Florida Not-For-Profit Corporation Act that is in furtherance of tax exempt purposes.

Article 4

The method of election of directors shall be stated in the Bylaws of the corporation. The corporation shall have a minimum of three (3) directors. The names and addresses of the initial board of directors are:

James L. West	6668 River Road, New Port Richey, Florida 34652
Edie Noppenberger	314 Mira Vista Drive, Dunedin, Florida 34698
Gail Crowder	266 NW Harris Lake Drive, Lake City, Florida 32055

Article 5

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 tax-exempt purposes of the corporation set forth in Article 3.

Article 6

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, or educational purposes as shall at the time qualify as an organization exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Article 7

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.

Article 8

The corporation shall not discriminate against employees, clients, and others on the basis of race, color, or national or ethnic origin.

Article 9

The street address of the initial registered office of the corporation is 6668 River Road, New Port Richey, Florida 34652, and the name of the initial registered agent of the corporation at the initial registered office is Debra West.

Article 10

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, except that the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Article 11

The period of the duration of the corporation is perpetual unless dissolved according to law.

In Witness Whereof, the undersigned, being the incorporator of this corporation, has executed these Articles of Incorporation this 9th day of June, 2005.

Debra West
Debra West, Incorporator

Acceptance By Registered Agent

Having been named as registered agent to accept service of process for the above named corporation at the place designated in these Articles, 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.

June 9, 2005
Date

Debra West
Debra West, Registered Agent

FILED
JUN 13 2005
SECRET
TALMADGE