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2 Church SEP 13 2005

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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One Good Deed, Inc

- Art of Inc. File _____
- LTD Partnership File _____
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- UCC 1 or 3 File _____
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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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DIVISION OF CORPORATIONS

September 9, 2005

CAPITAL CONNECTION, INC.

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

SUBJECT: ONE GOOD DEED, INC.
Ref. Number: W05000042090

We have received your document for ONE GOOD DEED, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please complete the registered agents address in article VII.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filings Section

Letter Number: 005A00056100

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ONE GOOD DEED, INC.
*(a Florida Not for Profit Corporation)***

ARTICLE I- NAME

The name of the Corporation shall be "ONE GOOD DEED, INC. " (hereinafter referred to as the "Corporation").

ARTICLE II - CORPORATE NATURE

The Corporation is a corporation not for profit organized pursuant to the Florida Not For Profit Corporation Act set forth in Chapter 617, Florida Statutes.

ARTICLE III - ADDRESS OF PRINCIPAL OFFICE

The street address of the initial principal office and the mailing address of the Corporation is 359 South County Road, Suite 1, Palm Beach, Florida 33480.

ARTICLE IV - PURPOSES

A. The purposes of the Corporation are to receive and administer money and property for religious, charitable, scientific, educational, and literary purposes within the meaning of §501(c)(3) of the Code, including, for such purposes, the making of distributions to organizations that are exempt from federal income taxation under §501(a) of the Code as an organization described in §501(c)(3) of the Code. Notwithstanding any other provision of these Articles, the Corporation is organized and shall operate exclusively for such purposes. References in these Articles to the "Code" are to Sections of the Internal Revenue Code of 1986, as amended, as now enacted, or to corresponding provisions of any future United States revenue law in force and effect during the continuance of the Corporation.

B. The Corporation hereby expresses its intent to become an organization exempt from federal income taxation under §501(a) of the Code as an organization described in §501(c)(3) of the Code, and to be an organization contributions to which are deductible under §§170(c)(2), 2055(a)(2), 2106(a)(2)(A)(ii) and 2522(a)(2) of the Code.

ARTICLE V – MANAGEMENT

All power and authority of the Corporation shall be vested in and exercised by its Board of Directors, which shall manage and direct the affairs of the Corporation in accordance with applicable law and as provided by the Bylaws of the Corporation. The number of Directors shall be as provided in the Bylaws of the Corporation, but the Board of Directors shall at all times consist of three (3) or more members. The method of electing members of the Board of Directors shall be as provided in the Bylaws of the Corporation. The voting and other rights of the members of the Board of Directors shall be as provided in the Bylaws of the Corporation.

ARTICLE VI – INITIAL BOARD OF DIRECTORS

The names and addresses of the initial Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
(1) Amy Saleeby	359 South County Road, Suite 1 Palm Beach, FL 33480
(2) Phillipe Cohen	359 South County Road, Suite 1 Palm Beach, FL 33480
(3) Cathryn Wolfe	359 South County Road, Suite 1 Palm Beach, FL 33480

ARTICLE VII – POWERS

The Corporation shall have the power to (a) receive, acquire, own, maintain and use its assets for the purposes for which it is organized, (b) raise funds by any legal means for the encouragement of its purposes, (c) acquire, hold, own, use and dispose of real or personal property in connection with the purposes of the Corporation, (d) exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized, and (e) exercise all powers granted to a corporation not for profit under Florida law. In addition to the foregoing powers, the Corporation shall have any additional powers specified in its Bylaws.

ARTICLE - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the Corporation is Amy Saleeby, and the street address of the Corporation's initial registered agent is 359 South County Road, Suite 1, Palm Beach, FL 33480.

ARTICLE IX – INCORPORATOR

The name and address of the incorporator of the Corporation is: Amy Saleeby, 359 South County Road, Suite 1, Palm Beach, FL 33480.

ARTICLE X- CONTRIBUTIONS

The Corporation may solicit contributions from all possible sources including, but not limited to, individual, corporate and community sources.

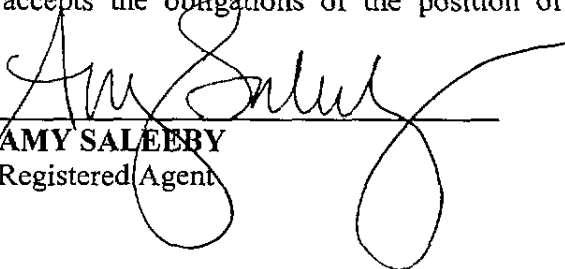
The undersigned executes these Articles of Incorporation of the **ONE GOOD DEED, INC.** this 7th day of September, 2005.



AMY SALEEBY, Incorporator

**CONSENT OF REGISTERED AGENT
OF
ONE GOOD DEED, INC.**

I, Amy Saleeby, having been named as registered agent to accept service of process for the **ONE GOOD DEED, INC.**, a Florida Not for Profit Corporation, at the place designated in the foregoing Articles of Incorporation, hereby accept the appointment as registered agent and agree to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties as registered agent, and the undersigned is familiar with and accepts the obligations of the position of registered agent.



AMY SALEEBY
Registered Agent

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