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FLORIDA PROFIT/NON PROFIT CORPORATION

GIRLS ARE BEST! INC.

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**ARTICLES OF INCORPORATION OF
GIRLS ARE BEST! INC.**

In compliance with Chapter 617 of the Florida Statutes, (Not for Profit)

ARTICLE I - NAME

The name of the corporation is **Girls Are Best! Inc.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be **4995 Airport Road, Naples, Florida 34105.**

ARTICLE III - PURPOSES

The purpose for which the corporation is organized is to sponsor, assist, guide and encourage disadvantaged girls ages 7-17 who show high potential in sports or the arts to develop their respective talents, to grow up with confidence and a high level of self esteem and to achieve their full potential. This corporation shall not be subordinate to any national association, international association, lodge, order, beneficial association, fraternal or beneficial society, foundation or other corporation, society, organization or association not for profit.

This corporation is organized exclusively for charitable, religious, educational and scientific purposes, 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 corresponding section of any future federal tax code.

No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

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ARTICLE IV - MANNER OF ELECTION

The method of election of directors will be stated in the bylaws of the corporation.

ARTICLE V - INITIAL DIRECTORS

The names and addresses of the initial directors are:

Karl Sheffield
4995 Airport Road
Naples, Florida 34105

Craig T. Bouchard
4995 Airport Road
Naples, Florida 34105

Sandra Flach
4995 Airport Road
Naples, Florida 34105

ARTICLE VI - DISTRIBUTION OF ASSETS

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the organization 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 the purposes clause hereof.

ARTICLE VII - DISSOLUTION OF ORGANIZATION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

ARTICLE VIII - INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Craig T. Bouchard
4995 Airport Road
Naples, Florida 34105

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ARTICLE IX- INCORPORATOR

The name and address of the Incorporator is:

Maureen Byrne, Paralegal
Parzik, Frank & Samotny Ltd.
150 S. Wacker Drive
Suite 900
Chicago, IL 60606

ARTICLE X- EFFECTIVE DATE

The effective date of these Articles of Incorporation shall be February 13, 2006.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

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

Dated this 20th day of February, 2006.


Maureen Byrne
Incorporator


Craig T. Bouchard
Registered Agent

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