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COR AMND/RESTATE/CORRECT OR O/D RESIGN

THE JACOBSON GROUP-WALK FOR AWARENESS, INC.

Certificate of Status	0
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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
THE JACOBSON GROUP-WALK FOR AWARENESS, INC.
(DOCUMENT NUMBER: N06000011728)**

The undersigned, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation. The following Amended and Restated Articles of Incorporation did not require any member approval as there are no members of the Corporation. Further, the following Amended and Restated Articles of Incorporation have been adopted unanimously by the Corporation's Board of Directors. These Amended and Restated Articles of Incorporation are intended to and shall supersede the Articles of Incorporation that were filed with the Florida Department of State on November 10, 2006. These Amended and Restated Articles of Incorporation were adopted on May 22, 2007.

ARTICLE I

The name of the corporation is:
THE JACOBSON GROUP-WALK FOR AWARENESS, INC.

ARTICLE II

The principal place of business address:
10452 Oakview Pt. Terrace
Gotha, Florida 34734

The mailing address of the corporation is:
10452 Oakview Pt. Terrace
Gotha, Florida 34734

ARTICLE III

The specific purpose for which this corporation is organized is:

The purpose of this Corporation is to promote early awareness and education of breast cancer through educational programs primarily for children and adolescents and by raising public awareness of breast cancer generally.

This Corporation has not been formed for making any profit, or personal financial gain. The assets and income of the Corporation shall not be distributable to, or benefit the directors or officers of the Corporation. The assets and income shall only be used to promote the corporate purposes as described herein. Nothing contained herein shall be deemed to prohibit the payment of reasonable compensation to employees and independent contractors for services provided for the benefit of the Corporation.

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This Corporation is organized exclusively for charitable and/or educational purposes within the meaning of 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 or the corresponding section of any future United States Internal Revenue law. This Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax. The Corporation shall not participate in any political campaign in any manner.

Notwithstanding any other provision of these Articles of Incorporation, 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 United States Internal Revenue law, 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 United States Internal Revenue law.

ARTICLE IV

The manner in which directors are elected or appointed is:
As specified in the Bylaws of the corporation.

ARTICLE V

The name and Florida street address of the registered agent is:
Roger S. Jacobson
10452 Oakview Pt. Terrace
Gotha, Florida 34734

I certify that I am familiar with and accept the responsibilities of registered agent

Registered Agent Signature:


Roger S. Jacobson

ARTICLE VI

The officers and directors of the corporation are as follows:

President and Director
Roger S. Jacobson
10452 Oakview Pt. Terrace
Gotha, Florida 34734

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Secretary and Director
Lisa Jacobson
10452 Oakview Pt, Terrace
Gotha, Florida 34734

Director
Benjamin Moore
720 N. Maitland Avenue, Ste 105
Maitland, FL 32751

Director
Abby Berkowitz
315 E. Robinson St. #450
Orlando, FL 32801

Director
Dennis Michels
200 S Orange Ave # 1550
Orlando, FL 32801

Director
Scott Richman
450 S Orange Ave # 500
Orlando, FL 32801

Director
Bennett Jacobson
10602 Hex Street
Tampa, Florida 33618

ARTICLE VII

The effective date of these Amended and Restated Articles of Incorporation shall be the date of filing.

ARTICLE VIII

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any of its members, trustees, officers, or other private persons, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the exempt purposes.

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 neither participate in nor intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

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**Certificate Required by Section 617.1007, Florida Statutes
Regarding Adoption of Amended and Restated Articles of Incorporation of
The Jacobson Group-Walk for Awareness, Inc.**

The undersigned, the President of The Jacobson Group-Walk for Awareness, Inc. (the "Corporation") hereby certifies with regard to the Amended and Restated Articles of incorporation for the Corporation as follows:

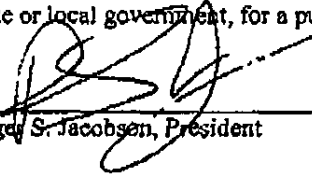
1. The Amended and Restated Articles of Incorporation do not contain any amendment requiring member approval. There are no members of the Corporation.
2. The Amended and Restated Articles of Incorporation have been adopted by the Directors of the Corporation unanimously.



Roger S. Jacobson, President

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Upon the winding up and dissolution of the Corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future United States Internal Revenue law, or shall be distributed to the federal government, or to a state or local government, for a public purpose.



Roger S. Jacobsen, President