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GREGORY S. FLANAGAN, P.A.

ATTORNEY AT LAW
2701 SOUTHEAST MARICAMP ROAD
SUITE 104

OCALA, FLORIDA 34471

TELEPHONE (352) 732-2773

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February 19, 2007

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

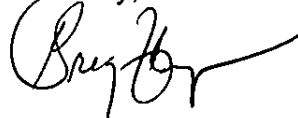
Re: Delivering Dreams, Inc.
A Not-for-Profit Corporation

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation of Delivering Dreams, Inc., and Acceptance of Registered Agent for filing with the Secretary of State, along with the filing fee of \$78.75 for same. Please return the certified copy along with the proof of filing to the undersigned.

Thank you for your cooperation in this matter. If you have any questions or require additional information, please do not hesitate to contact me.

Sincerely,



Gregory S. Flanagan

GSF:jam
Enclosures

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ARTICLES OF INCORPORATION

OF

DELIVERING DREAMS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For the purposes of forming a Florida not-for-profit corporation pursuant to Chapter 617, Florida Statutes, the undersigned files these Articles of Incorporation and states as follows:

ARTICLE I

NAME

The name of the corporation is **DELIVERING DREAMS, INC.**

ARTICLE II

MAILING ADDRESS

The address of the principal office is 3208 Southeast 23rd Avenue, Ocala, FL 34471 and the mailing address is 3208 Southeast 23rd Avenue, Ocala, FL 34471.

ARTICLE III

PURPOSE OF CORPORATION

The purposes for which this corporation is formed are as follows:

Strongly believing in the value of love for mankind, this corporation is established to provide tangible gifts, opportunities, or experiences to people over the age of 18 who are suffering from cancer, terminal illness, personal loss, or tragedy, therefore improving their quality of life, by granting their submitted wishes.

This corporation is organized exclusively for charitable purposes, including for such purposes, the making of distributions to organizations that qualify under Section 501(c)(3) of the Internal Revenue Code, or any corresponding section of any future federal tax code.

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. 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.

ARTICLE IV

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V

MEMBERSHIP

Pursuant to F.S. 617.061(1)(a) the corporation shall have no Members.

ARTICLE VI

DESIGNATION OF REGISTERED AGENT **INITIAL ADDRESS OF REGISTERED OFFICE**

The initial Registered Agent is designated as **ELLEN HUDDLESTON**, the Registered Agent of the corporation may be changed at any time by a vote of the Board of Directors without an amendment of these Articles.

The street address of the initial registered office of this corporation in the State of Florida IS 3208 Southeast 23rd Avenue, Ocala, FL 34471

ARTICLE VII

DIRECTORS

This corporation shall initially have four (4) directors. Directors shall be elected as provided in the Bylaws. The number of Directors may be increased or diminished from time to time, by an amendment of the By-Laws, but shall never be less than three (3).

ARTICLE VIII

INITIAL DIRECTORS

The name and street address of the members of the first Board of Directors are:

ELLEN HUDDLESTON

3208 Southeast 23rd Avenue, Ocala, FL 34471

LENIA COATES

3218 Southeast 23rd Avenue, Ocala, FL 34471

ANNIE BROWN

1241 Southeast 15th Street, Ocala, FL 34471

VANESSA BAXLEY

1210 Southeast 22nd Avenue, Ocala, FL 34471

The above named Directors shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified.

ARTICLE IX

INCORPORATOR

The name and street address of the Incorporator filing these Articles of Incorporation is:

ELLEN HUDDLESTON

3208 Southeast 23rd Avenue, Ocala, FL 34471

ARTICLE X

DISTRIBUTION UPON DISSOLUTION

1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors or 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 purposes set forth in Article III hereof.

2. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of 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, educational or scientific purposes as shall at the time qualify as a tax exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or of the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any asset not so disposed of shall be disposed of in such manner as approved by order of the Circuit Court of the County in which the principal office is located, upon petition therefore by the Board of Directors, and after the publication of such notice as the Court may direct.

ARTICLE XI

AMENDMENT

These Articles of Incorporation and the Bylaws of this Corporation may be amended in the manner provided by the laws of the State of Florida. Every amendment shall be approved by the Board of Directors.

ARTICLE XII

DATE OF INCEPTION

The date of the corporate existence shall begin when these Articles have been filed with the Department of State, State of Florida, according to the Statutes of the State of Florida.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set her hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 19 day of February, 2007.



ELLEN HUDDLESTON

STATE OF FLORIDA)
COUNTY OF MARION)

I HEREBY CERTIFY that on this day, before me a notary public duly authorized in the State and County above named to take acknowledgments, personally appeared **ELLEN HUDDLESTON**, who produced a Florida Driver's License as identification and she acknowledged before me that she subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State above named, this 19th day of February, 2007.

NOTARY PUBLIC:

Name: Judith A. Macolino



Judith A. Macolino
Commission # DD517983
Expires April 29, 2010
BERRY'S TRAY FARM - INSURANCE, INC. 800-365-7016

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Florida Statute 48.091 and Article VI of these Articles of Incorporation, the undersigned Registered Agent does hereby accept the duties as Registered Agent and designates his location for service of process as:

3208 Southeast 23rd Avenue, Ocala, Florida 34471

The undersigned shall serve as Registered Agent until otherwise removed or shall resign pursuant to the laws of the State of Florida.


ELLEN HUDDLESTON

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TALLAHASSEE, FLORIDA