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Articles

1.

Sweet Dreams Cancer Foundation, Inc.
(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

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6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

ARTICLES OF INCORPORATION
OF
SWEET DREAMS CANCER FOUNDATION, INC.
a Florida Corporation Not For Profit

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TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name and address of the Corporation is Sweet Dreams Cancer Foundation, Inc. and its principal office and mailing address is 910 E. Memorial Boulevard, Lakeland, Florida, 33801.

ARTICLE II. DURATION

The term of existence of the Corporation is perpetual.

ARTICLE III. PURPOSE

This Corporation is organized in order to engage in any lawful activity consistent with the express purpose of charitable, educational, religious, or 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 the corresponding section of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the Corporation or any member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Director or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on

dissolution of the Corporation. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by any organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision 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 manner, or to such organization or organizations organized or operated exclusively for charitable, educational,

religious, or scientific purposes as shall at the time qualify as any exempt organization or organizations under Section 501(c)(3) of the Internal Revenue (or the corresponding provisions of any further United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court in the county in which the principal office of the Corporation 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 IV. DIRECTORS

There shall be (4) four members of the initial Board of Directors of the Corporation. The names and addresses of the persons who are to serve as Directors until the first election thereof are as follows:

| <u>Name</u> | <u>Address</u> |
|---------------------|------------------------------------------------------------------|
| Susan C. Chiang | 910 E. Memorial Boulevard, Suite 1340 Lakeland, Florida 33801 |
| George Y. Chaing | 910 E. Memorial Boulevard, Suite 1341 Lakeland, Florida 33801 |
| Johnny Y. Chaing | 910 E. Memorial Boulevard Lakeland, Florida 33801 |
| Barbarra A. Bermejo | 910 E. Memorial Boulevard, Suite 1102 Lakeland, Florida 33801 |

Directors shall be elected as provided in the By-Laws.

ARTICLE V. OFFICERS

The affairs of the Corporation are to be managed by the officers. The names of the persons who are to serve as officers until the first election of officers under these Articles of incorporation are as follows:

Susan C. Chiang – President

Johnny Y. Chaing – Vice President

George Y. Chaing – Treasurer

Barbarra A. Bermejo - Secretary

ARTICLE VI. MEMBERS

The corporation shall have Members. Members of the Corporation may be divided into certain categories and meet qualifications as set forth in the By-Laws. Membership may be terminated by majority vote of the members of the Corporation, with or without cause, as set forth in the By-Laws of the Corporation.

ARTICLE VII. BY-LAWS

The By-Laws of the Corporation are to be made, altered, or rescinded by the members of the Corporation.

ARTICLE VIII. AMENDMENTS TO ARTICLES

These Articles of Incorporation may be amended by the act of the Directors and members of the Corporation. Such amendments may be proposed and adopted in the manner provided in the By-Laws of the Corporation.

ARTICLE IX. INCORPORATORS

The names and residence addresses of the subscribers of these Articles of Incorporation are:

William J. Rinaldo

1102 South Florida Avenue
Lakeland, Florida 338013


ARTICLE X. INITIAL PRINCIPAL OFFICE.

The principal address as well as the street address of the Initial Registered Office of the corporation is (corporation address) 910 E. Memorial Boulevard, Lakeland, Florida 33801

ARTICLE XI. INITIAL REGISTERED AGENT & REGISTERED ADDRESS.

The name of the Initial Registered Agent is THE RINALDO LAW FIRM, P.A. whose address is 1102 South Florida Avenue, Lakeland, Florida 33803


IN WITNESS WHEREOF, I have subscribed my name on the 30th day of January, 2007.


William J. Rinaldo, Incorporated

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TALLAHASSEE, FLORIDA

I hereby accept the appointment as Registered Agent for the above Corporation.

THE RINALDO LAW FIRM, P.A.

By: 
William J. Rinaldo, President
Registered Agent