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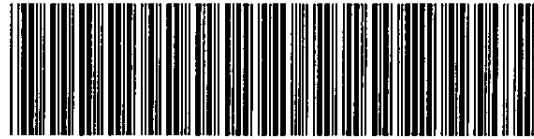
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VH

Geraldine Barboza
5137 N.W. 74th Manor
Coconut Creek, FL 33703

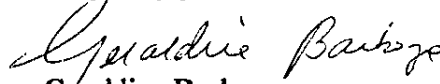
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Starlight Foundation, Inc.

Enclosed please find an original and two (2) copies of the Articles of Incorporation and a check for Eighty Seven Dollars and Fifty Cents (\$87.50) in payment of the filing fee, certified copy fee and certificate fee.

FROM: Geraldine Barboza
5137 N.W. 74th Manor
Coconut Creek, FL 33703
Daytime phone no. 954-895-4562

Very truly yours,


Geraldine Barboza

Enc.

Cc: Michael R. Donaldson, Esq.
Avrum Katz



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 25, 2007

GERALDING BARBOZA
5137 N.W. 74TH MANOR
COCONUT CREEK, FL 33703

SUBJECT: STARLIGHT FOUNDATION, INC.
Ref. Number: W07000029959

We have received your document for STARLIGHT FOUNDATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 245-6962.

Valerie Herring
Document Specialist
New Filing Section

Letter Number: 807A00041568

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Florida, do hereby certify:

ARTICLE I NAME

The name of the corporation shall be:

Starlight Foundation, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5137 N.W. 74th Manor, Coconut Creek, FL 33703

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

The 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 the corresponding section of any future federal tax code.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

Elected at the annual meeting of Members by majority vote.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

The names, addresses and specific titles of the persons who are the initial directors and officers of the corporation are as follows:

Geraldine Barboza, President and Director
5137 N.W. 74th Manor
Coconut Creek, FL 33703

Avrum Katz, Vice President, Treasurer and Director
5209-A Lake Catalina Drive, North
Boca Raton, FL 33496

Michael Donaldson, Secretary and Director
4330 Boston Road
Brecksville, OH 44141

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Geraldine Barboza
5137 N.W. 74th Manor
Coconut Creek, FL 33703

ARTICLE VII INCORPORATOR

The **name and address** of the Incorporator is:

Geraldine Barboza
5137 N.W. 74th Manor
Coconut Creek, FL 33703

ARTICLE VIII NO PRIVATE INUREMENT

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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. 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. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE IX DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation, 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 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction of 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.

Having been named as registered agent to accept service of process for the above-stated 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.

Geraldine Barber
Signature/Registered Agent Date

June 30, 2007

Geraldine Barber
Signature/Incorporator Date

June 30, 2007

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA