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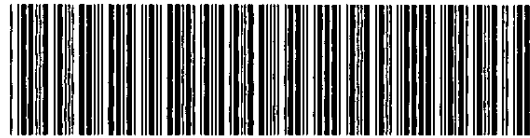
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TALLAHASSEE, FLORIDA

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A Professional Association

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September 4, 2007

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


RE: GLEAM, Inc.
GLEAM Volunteers, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and an original and one copy of the Certificate of Designation of Registered Agent/Registered Office for GLEAM, Inc. and GLEAM Volunteers, Inc. I have enclosed a check in the amount of \$140.00 in payment of your fees.

Please file the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office and provide us with the date incorporation was approved for each of these corporations.

Sincerely,
BAUER & ASSOCIATES
Attorneys at Law, P.A.


Kirk T. Bauer

KTB:mh
Enclosure

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
of
GLEAM, INC.
A Non-Profit Corporation

The undersigned subscribers of these Articles of Incorporation, being natural persons competent to contract, hereby subscribe to and form a corporation not-for-profit under the laws of the State of Florida.

ARTICLE I
Name and Principal Office

The name of the corporation is GLEAM, INC., a Non-Profit Corporation, and it shall have as its principal address is 600 S. Florida Avenue, DeLand, Florida 32720 and mailing address is 600 S. Florida Avenue, DeLand, Florida 32720.

ARTICLE II
Duration

The corporation is to exist perpetually, with commencement at the time of filing these Articles.

ARTICLE III
Purpose

The purpose or purposes for which the corporation is organized are:

1. To provide consultation, mentoring, and products and supplies to volunteers who will provide stimulation, comfort, and relaxation for those suffering from dementia and related disorders in long term care facilities, maintaining their honor and dignity, and recognizing each as a whole person – body, mind, and spirit. The materials to be created and utilized will be done through the use of audio recordings of the Word of God, carefully selected music, and devotional messages.

2. To do such other things that are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

3. Further, the corporation is exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States

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Internal Revenue law.

4. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

ARTICLE IV
Qualification

Any person eighteen (18) years of age and over, evidencing a willingness to work toward the goals of the organization, may be accepted to regular membership on approval of the Board of Directors.

ARTICLE V
Registered Agent and Address of Registered Office

The name of the initial registered agent of the corporation is Kirk Bauer, Esquire and the street address of the initial registered office of the corporation is 223 S. Woodland Boulevard, DeLand, Florida 32720.

ARTICLE VI
Directors

The initial number of members constituting the initial Board of Directors shall be three (3), and the names and addresses of the persons who are to serve as the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
STEPHEN CLARK	218 Plumosa Road, DeBary, FL 32713
RON McPHERSON	415 Kingsrow Lane, DeBary, FL 32713
MARY E. BOWER	226 Barden Drive, DeLand, FL 32720
JOANN CLARK	317 Spring Lake Drive, DeLand, FL 32724
DON E. ANDERSON	202 W. Winnemissett Ave., DeLand, FL 32720

The number of members may be changed by the directors, not less than three (3), and the method by which the directors shall be appointed or elected in the future will be stated in the Bylaws of the corporation.

ARTICLE VII

Incorporator

The name and address of the incorporator of this corporation is Stephen Clark, 600 S. Florida Avenue, DeLand, Florida 32720.

ARTICLE VIII

Stock

This corporation is organized under a non-stock basis.

ARTICLE IX

Dissolution

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954, or as amended in 1986 or otherwise, or corresponding sections of any future law, or to the Federal, State or local government for exclusive public purpose.

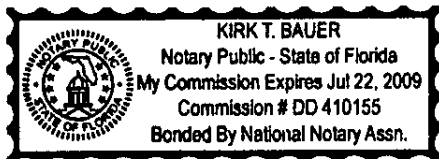


Stephen Clark, Incorporator

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, a Notary Public authorized in the State and County set forth above, personally appeared STEPHEN CLARK, known to me and known by me to be the person who, as an Incorporator, executed the foregoing Articles of Incorporation of the GLEAM, INC., A Non-Profit Corporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 27 day of August, 2007.





Notary Public, State of Florida

KIRK T. BAUER

Notary's Printed Name
My Commission Expires:

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: GLEAM, INC.
2. The name and address of the registered agent and office is:

KIRK T. BAUER, ESQUIRE
223 S. WOODLAND BOULEVARD
DELAND, FL 32720

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(SIGNATURE)

8-27-07

(DATE)

DIVISION OF CORPORATIONS
P. O. BOX 6327, TALLAHASSEE, FL 32314

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