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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2/27  
[Handwritten signature]

**COVER LETTER**

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

**SUBJECT:** ARTISTS HONORING HEROES, INC.  
**(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)**

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Stephen T. Allison  
Name (Printed or typed)

90 Blue Ridge Street  
Address

Blairsville, Georgia 30512  
City, State & Zip

(706) 745-2210  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION  
OF  
ARTISTS HONORING HEROES, INC.**

The undersigned incorporator, for the purposes of forming a corporation under the Florida Non-Profit Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I  
NAME**

The name of this corporation shall be : ARTISTS HONORING HEROES, INC.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be : 1179 Buttonwood Circle, Altomonte Springs, Florida 32714.

**ARTICLE III  
CORPORATE PURPOSE**

**PURPOSE:** Said 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.

The specific purposes for which the corporation is organized are as follows:

- (a) To act and operate exclusively as a non-profit corporation pursuant to the laws of the State of Florida and to act and operate as a charitable, religious and educational organization through the creation of "Life Portraits" of fallen law enforcement officials, firemen and soldiers for presentation to their surviving families.
- (b) To establish and provide the surviving families with assistance in dealing with the emotional effects of the death of their loved ones who lost their lives in the service of this country in the military, law enforcement or fire department.
- (c) To solicit and receive contributions, purchase and own real and personal property, to make contracts, to invest corporate funds, and to engage in any activity "in furtherance of, incidental to, or connected with any of the other purposes."
- (d) To collect and disburse any and all necessary funds for the maintenance of this corporation and the accomplishment of its purposes.
- (e) To employ qualified counsel and other necessary personnel to carry out the purposes of this corporation. (Titus 3:13; James 5:4)
- (f) To engage in any and all other lawful purposes, activities and pursuits which are substantially similar to the foregoing and which are or may hereafter be authorized by Section 501(c)(3) of the Internal Revenue Code and are consistent with those powers described in the Florida Non-Profit Corporation Code, as amended and supplemented.

**ARTICLE IV  
MANNER OF ELECTION OF DIRECTORS**

The initial directors will be appointed by the incorporator, thereafter, the directors will be elected by the members.

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**ARTICLE V  
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent is : Robert Gillilan, 1179 Buttonwood Circle, Altomonte Springs, Florida 32714.

**ARTICLE VI  
INCORPORATOR**

The name and address of the Incorporator to these Articles of Incorporation is : Robert Gillilan, 1179 Buttonwood Circle, Altomonte Springs, Florida 32714.

**ARTICLE VII  
TERM**

The period of the duration of this corporation is perpetual, unless dissolved according to the law.

**ARTICLE VIII  
BOARD OF DIRECTORS**

The corporation shall have a Board of Directors of four (4) initially. The names and addresses of the initial Board of Directors who shall serve until the first election are :

1. Kathleen Leith, 2447 East Lakeshore Drive, Crown Point, Indiana 46307
2. Robert Gillilan, 1179 Buttonwood Circle, Altomonte Springs, Florida 32714
3. Bob Foster, 1164 Buttonwood Circle, Altomonte Springs, Florida 32714
4. Karen Foster, 1164 Buttonwood Circle, Altomonte Springs, Florida 32714

There shall be a Board of Directors for this corporation which shall consists of not less than three (3) and no more than seven (7) members.

Vacancies in the Board of Directors shall be filled by the appointment of a Director by the President until the next election of the Directors. The Directors shall have all the power as set forth in the ByLaws.

**ARTICLE IX  
LIABILITY**

No member of ARTISTS HONORING HEROES, INC. shall be liable for its debts nor shall any members property be so liable.

**ARTICLE X  
EXEMPT STATUS AND DISSOLUTION**

Said 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.

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 Articles 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.

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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.

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.

ARTICLE XI  
BYLAWS

The Bylaws of ARTISTS HONORING HEROES, INC. shall be adopted and amended by the Board of Directors.

ARTICLE XII  
DECLARATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious and charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

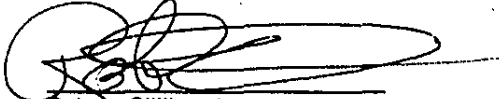
ARTICLE XIII  
GENDER

In referring to directors, officers, chairman, members, deacons, incorporators or assistants within these Bylaws, words of any gender shall be deemed to include any other gender and a reference to the singular shall include the plural, and vice versa, unless the context indicate that such reading would be inappropriate.

ARTICLE XIV  
AMENDMENTS

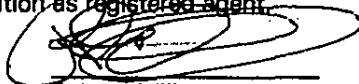
Amendments to this Articles of Incorporation, may be proposed by a resolution adopted by the Board of Directors. After notification to the members of the proposed amendment, such amendment shall be adopted by the Board of Directors by an affirmative vote of at least two-thirds of the Directors present and voting at a meeting at which a quorum is present.

IN WITNESS WHEREOF, I have hereunto subscribed my name, this 20 day of February, 2008.



Robert Gillilan, Incorporator

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.



Robert Gillilan

2/20/08  
Date

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