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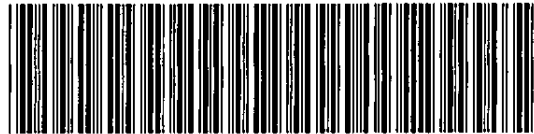
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cf. 3-3

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Ethiopian Child, Inc.

Signature _____

Requested by: _____

Name _____

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☒ Art of Inc. File _____

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_____ UCC 1 or 3 File _____

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**ARTICLES OF INCORPORATION
OF
ETHIOPIAN CHILD, INC.
(A Florida Corporation Not for Profit)**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, acting as incorporator of ETHIOPIAN CHILD, INC., a not for profit corporation for charitable and philanthropic purposes, under the provisions of Chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I

Name

The name of this corporation is ETHIOPIAN CHILD, INC.

ARTICLE II

Purposes

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to 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, directors, 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 Section 501(c)(3) purposes. No substantial part of the activities of the corporations 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.

In particular, it is the intent and purpose of the Corporation to provide aid and Christian ministry to orphaned children in Africa. To achieve that end, the Corporation will solicit and receive funds, gifts, endowments, donations, devises and bequests.

Notwithstanding any other provisions herein, the corporation shall not carry on any activities not permitted to be carried on:

(a) By an organization exempt from federal income tax under Section 501(a) of the Internal Revenue Code of 1986 as an organization described in Section 501(c)(3) of such Code, or

(b) By an organization, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2), or 2522(a)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III

Qualification of Members

The membership of this corporation shall constitute all persons hereinafter named as subscribers and such other persons as, from time to time hereafter, may become members, in the manner provided in the Bylaws.

ARTICLE IV

Term of Existence

The existence of the corporation will commence upon the filing of these Articles with the Department of State of the State of Florida and shall continue thereafter in perpetually.

ARTICLE V

Incorporator

The name and residence of the incorporator to these Articles is:

CHARLES E. BROWN
6987 Highland Park Circle
Fort Myers, FL 33966

ARTICLE VI
Officers

Section 1. The officers of the corporation shall be a President, a Secretary, a Treasurer, and such other officers as may be provided in the Bylaws.

Section 2. The names and addresses of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

<u>OFFICE</u>	<u>NAME AND ADDRESS</u>
President	Charles E. Brown 6987 Highland Park Circle Fort Myers, FL 33966
Secretary/Treasurer	Carol A. Brown 6987 Highland Park Circle Fort Myers, FL 33966

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

ARTICLE VII
Board of Directors

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have Three (3) Directors initially, who shall be elected annually unless changed by the Bylaws. The number of directors may be increased from time to time, by the Bylaws, but shall never be less than three.

Section 2. The Board of Directors shall be members of the corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws.

Section 4. The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation, are:

NAME

ADDRESS

Charles E. Brown

6987 Highland Park Circle
Fort Myers, FL 33966

Carol A. Brown

6987 Highland Park Circle
Fort Myers, FL 33966

Robert W. Brown

6987 Highland Park Circle
Fort Myers, FL 33966

ARTICLE VIII
Bylaws

Section 1. The Board of Directors of this corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice, the Bylaws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE IX
Amendments

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by at least a majority of a quorum of voting members present to vote.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the Bylaws, of intention to submit such amendments.

ARTICLE X

Location

The location of this corporation shall be at 6987 Highland Park Circle, Fort Myers, Florida 33966, in the City of Fort Myers, County of Lee, State of Florida, the mailing address shall be the same.

ARTICLE XI

Nonprofit Status

Section 1. No part of the net earnings of the corporation shall inure to the benefit of any individual or member.

Section 2. The corporation shall not carry on propaganda, or otherwise act to influence legislation.

ARTICLE XII

Dues

The amount of the yearly dues payable by members, if any, shall be such amount as may be determined from time to time by the Board of Directors.

ARTICLE XIII

Powers

In order to promote the purposes of this corporation, it may acquire property by grant, gift, purchase, devise or bequest, and hold and dispose of such property as the corporation shall require for the benefit of the members and not for pecuniary profit.

ARTICLE XIV

Meetings

Section 1. The annual meeting for the election of members of the Board of Directors shall be held as may be provided in the Bylaws.

Section 2. The corporation may provide in its Bylaws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings.

ARTICLE XV
Distribution of Assets upon Dissolution

Upon dissolution of this 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 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.

ARTICLE XVI

The street address of the initial registered office of this corporation is 6987 Highland Park Circle, Fort Myers, Florida 33966, and the name of the initial registered agent of this corporation at that address is **CHARLES E. BROWN**.

IN WITNESS WHEREOF, I, the undersigned, have hereunto set my hand and seal this 14 day of Feb., 2008, for the purpose of forming this corporation not for profit under laws of the State of Florida.



CHARLES E. BROWN
Incorporator

STATE OF FLORIDA)
COUNTY OF LEE)

Before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared CHARLES E. BROWN, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

Witness my hand and official seal in the County and State named above this 14 day of February, 2008.



Kim Freel
Charles E Brown
Kim FREEL, Notary Public
My Commission No.: DD431461
My Commission Expires: 7-15-09

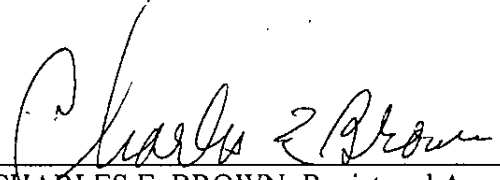
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance, with said Act:

First--That **ETHIOPIAN CHILD, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, located at 6987 Highland Park Circle, in the City of Fort Myers, County of Lee, State of Florida, has named **CHARLES E. BROWN**, located at 6987 Highland Park Circle, Fort Myers, Florida 33966, County of Lee, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENTS:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY:


CHARLES E. BROWN, Registered Agent

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TALLAHASSEE, FLORIDA