

**ARTICLES OF INCORPORATION
FOR
#1 VETERANS KIDS CARE, INC.**
(In Compliance with Chapter 617, F.S., (Not for Profit))

The undersigned incorporator, for the purpose of forming a Florida Not for Profit Corporation, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the Corporation shall be:
#1 Veterans Kids Care, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address is:
1662 Pine Ridge Drive
Davenport, FL 33896

ARTICLE III PURPOSE

The purpose for which this Corporation is organized is:

A. 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.

B. More Specifically For Charitable Purposes By Providing Financial, Educational, Health, And Other Support To The Children Of Veterans Directly Or Through 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.

C. 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:

(1) 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

(2) 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 IV MANNER OF ELECTION

The manner in which the directors are elected or appointed is:

As provided for in the bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

The names, addresses and titles of the directors and/or officers are:

Gary B. Ellerson, 1662 Pine Ridge Drive, Davenport, FL 33896, President
Anthony Davis, 622 Carver Drive, Lake Wales, FL 33853, VP/Secretary
Robert M. Medine Sr., 3027 Brenton Manor Loop, Winter Haven, FL 33881, VP/Treasurer

FILED
2009 MAY 11 PM 4: 46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI DISTRIBUTION OF EARNINGS

The manner in which earnings shall be distributed is:

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.

ARTICLE VII DISTRIBUTION OF ASSETS UPON DISSOLUTION

The manner in which assets shall be distributed upon dissolution is:

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 VIII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and physical Florida street address of the registered agent is:

Mitre Professional Services, Inc.
1390 N. Hancock Road, 2nd Floor, Ste 202-2
Clermont, FL 34711

The name and mailing address of the registered agent is:

Mitre Professional Services, Inc.
4327 US Hwy 27, Ste 311
Clermont, FL 34711

ARTICLE IX INCORPORATOR

The name and address of the Incorporator is:

Aundre Scott
4327 US Hwy 27, Ste 311
Clermont, FL 34711


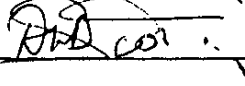
ARTICLE X

The effective date for this corporation shall be:

05/05/09

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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.

Signature/Registered Agent  Date: 5/5/2009
Signature/Incorporator  Date: 5/5/2009