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ZECRETARY OF STATE

JUL 10 2009 D. A. WHITE

COVER LETTER

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

UBJECT: Help Me, In	c. (PROPOSED CORPORA	TE NAME – <u>MUST INCLU</u>	DE SUFFIX)
Enclosed is an original a	nd one(1) copy of the Arti	cles 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 CO	PY REQUIRED
FROM:			
21 Sea Trail Address			
	Palm Coast, FL 32164 City	-	
	386-437-5970	Celephone number	 -

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

ARTICLES OF INCORPORATION

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

FILED

2809 JUL -9 P 2: 25

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

Help Me, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address, if different is:

, 21 Sea Trail, Palm Coast, FL 32164

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Please See Attached

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The method of selection of the Board of Directors and number of directors shall be stated in the bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Carol Schmidt, 21 Sea Trail, Palm Coast, FL 32164, President Denise LaBarbera, 13 Village Dr., Ormond Beach, FL 32174 Sue Newman, 36 Park Place, Bunnell, FL 32110

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Carol Schmidt, 21 Sea Trail, Palm Coast, FL 32164

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Carol Schmidt, 21 Sea Trail, Palm Coast, FL 32164

ARTICLE 8- DISSOLUTION

- 1. The property of this corporation is irrevocably dedicated to 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 person.
- 2. The manner of distribution of assets in this Corporation's winding up is as follows:

 Upon 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 state or local government for public purpose. Any such asset not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III- PURPOSE

- 1. Help Me, Inc. helps people with no health insurance that need life saving surgery or prescriptions. Help Me, Inc. make it possible for these people to be able to get these surgeries and prescriptions.
- 2. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
- 3. 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 an exempt organization under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ZECRETARY OF STATE