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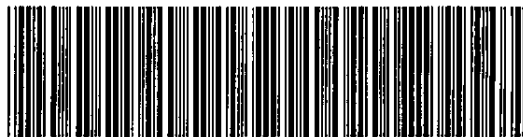
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10/05/09

THE DRAVES LAW FIRM

120 E. Concord Street • Orlando, FL 32801 • t: 407-423-1183 • f: 407-841-6746 • www.D

September 30, 2009

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

RE: TSB FOUNDATION, INC.

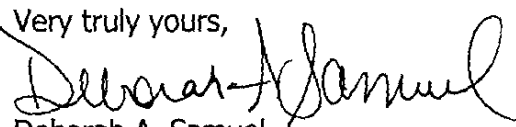
Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for the above-referre professional corporation along with the Designation of and Acceptance by Regist Agent and my Check #3851 in the amount of \$78.75 for the filing fee.

Also enclosed please find a copy of the Articles of Incorporation to be certified , returned to our office.

Thank you for your assistance in this matter.

Very truly yours,


Deborah A. Samuel

Enclosures: Original Articles of Incorporation
Copy of Articles of Incorporation
Check # 3851 (\$78.75)

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**ARTICLES OF INCORPORATION
OF
TSB FOUNDATION, INC.**

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The undersigned subscriber to these Articles of Incorporation is a natural person, competent to contract and hereby form a nonprofit Corporation under Chapter 617 of the Florida Statutes.

ARTICLE I – NAME

The name of the Corporation is **TSB FOUNDATION, INC.** (hereinafter "Corporation").

ARTICLE II – PRINCIPAL OFFICE

The address of the principal office of this Corporation is 8815 Conroy Windermere Road, Suite 199, Orlando, Florida 32835 and the mailing address is the same.

ARTICLE III – PURPOSES OF CORPORATION

The Corporation is organized exclusively for charitable and educational purposes, including for such purposes, fundraising and soliciting gifts, products and donations for young girls and women in need and making 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.

ARTICLE IV – INITIAL DIRECTORS

The Initial Directors of the Corporation shall be:

Tamara K. Sutton-Brown
Evelyn E. Clegg

whose mailing addresses shall be the same as the principal address of the Corporation. The Directors shall be elected by a majority of the Members of the Corporation consistent with the Bylaws. The number of Directors shall be two (2), although the number of Directors may be increased or decreased as provided in the Bylaws.

ARTICLE V – PROHIBITIONS

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 compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the Corporation shall be 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.

ARTICLE VI – INCORPORATOR

The name and street address of the Incorporator of this Corporation is:

Evelyn E. Clegg
8815 Conroy Windermere Road, Suite 199
Orlando, FL 32835

ARTICLE VII – TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VIII – CAPITAL STOCK

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE IX – QUALIFICATIONS OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the Bylaws of the Corporation.

ARTICLE X – VOTING RIGHTS

Members of the Corporation will have such voting rights as are provided in the Bylaws of the Corporation.

ARTICLE XI – LIABILITIES FOR DEBTS

Neither the Members nor the Directors or Officers of the Corporation shall be liable for the debts of the Corporation.

ARTICLE XII – REGISTERED OFFICE AND REGISTERED AGENT

The initial address of the registered office of this Corporation is The Draves Law Firm, P.A., 120 East Concord Street, Orlando, Florida 32801. The name and address of the registered agent of this Corporation is Donna L. Draves, The Draves Law Firm, P.A., 120 East Concord Street, Orlando, Florida 32801.

ARTICLE XIII – EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XIV – AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

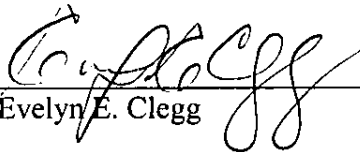
ARTICLE XV – INDEMNIFICATION

The Corporation shall indemnify a Director or Officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the Director or Officer was a party because the Director or Officer is or was a Director or Officer of the Corporation against reasonable attorney fees and expenses incurred by the Director or Officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a Director, Officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the Board of Directors, that indemnification of the Director, Officer, employee or agent, as the case may be, is permissible in the circumstances because the Director, Officer, employee or agent has met the standard of conduct set forth by the Board of Directors. The indemnification and advancement of attorney fees and expenses for persons are serving at the Corporation's request while a Director, Officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a Director, Officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a Director, Officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a Director, Officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "Director", "Officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

ARTICLE XVI - DISSOLUTION

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning 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 public purpose. Any such assets not so disposed of shall be disposed of by 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.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 29th day of September, 2009.




Evelyn E. Clegg

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Donna L. Draves of The Draves Law Firm, P.A., having a business office identical with the registered office of the Corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

The Draves Law Firm, P.A.



Donna L. Draves

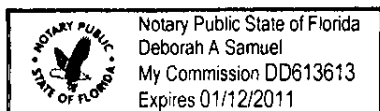
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STATE OF FLORIDA

COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgments in the State and County aforesaid, personally appeared Evelyn E. Clegg, who is personally known to me to be the person described herein, and acknowledged before me that she executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal this 29th day of September, 2009.



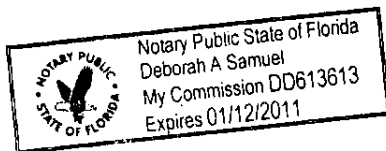
Deborah A Samuel
NOTARY PUBLIC

STATE OF FLORIDA

COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgments in the aforesaid State and County, personally appeared DONNA L. DRAVES known to me to be the person described herein, and who acknowledged before me that he executed the foregoing Designation and Acceptance.

WITNESS my hand and official seal this 29th day of September, 2009.



Deborah A Samuel
NOTARY PUBLIC