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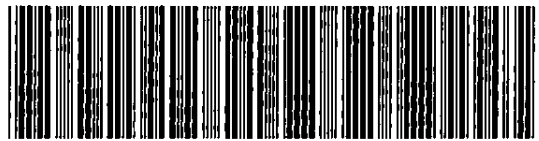
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W09-5389

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2009 DEC 21 PM 4:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch DEC 22 2009

COVER LETTER

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

SUBJECT: Lifeline Resources, 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: Diane Royal
Name (Printed or typed)

3009 Jolly Road
Address

Jacksonville, FL 32207
City, State & Zip

904-396-6881
Daytime Telephone number

droyal@cxp.com
E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

December 8, 2009

09 DEC 21 PM 1:00

DIANE ROYAL
3009 JOLLY ROAD
JACKSONVILLE, FL 32207

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SUBJECT: LIFELINE RESOURCES, INC.
Ref. Number: W09000053389

We have received your document for LIFELINE RESOURCES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

An effective date may be added to the Articles of Incorporation if a 2010 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 109A00037453

10/28/09

**Articles of Incorporation
of Lifeline Resources, Inc.
(a not-for-profit corporation)**

The Articles of Incorporation of Lifeline Resources, Inc., a Florida not-for-profit corporation, are set forth below.

**Article I
NAME AND ADDRESS**

The name of the Corporation is **Lifeline Resources, Inc.** (the "**Corporation**"). The principal office of the Corporation is located at 3009 Jolly Rd., Jacksonville, FL 32207.

Effective Date

Jan. 01, 2010

**Article II
REGISTERED AGENT / INCORPORATOR**

The street address of the initial registered office of the Corporation is 3009 Jolly Rd., Jacksonville, FL 32207, and the name of the incorporator and the initial registered agent of the Corporation at that address is Diane P. Royal.

**Article III
PURPOSES**

The Corporation is organized and shall be operated exclusively as a not-for-profit corporation and for charitable, religious, and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations issued thereunder, or the corresponding provisions of any future United States Internal Revenue Law (the "**Code**"). Specifically, and without limiting the generality of the foregoing, the Corporation provides assistance, education, and support to women facing difficulties.

**Article IV
POWERS**

The Corporation shall have the general power to do all lawful acts, as conferred upon corporations not-for-profit by Section 617.0302, Florida Statutes. Including all those things necessary or expedient to carry out the purposes and responsibilities of the Corporation. Notwithstanding the generality of the

foregoing, the powers of the Corporation shall be subject to the following limitations and restrictions:

(a) The Corporation shall have no power to do any act inconsistent with the provisions of Section 501(c)(3) and Section 170(c)(2) of the Code and the Corporation shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Code or the corresponding provision of any future United States Internal Revenue Service Law, or (ii) a corporation contributions to which are deductible under of Section 170(c)(2) of the Code or any corresponding provision of any future United States Internal Revenue Service Law.

(b) No part of the income, profit, or assets of the Corporation shall inure to the benefit of, or be distributed to, directly or indirectly, its directors, officers, or other private persons; provided, however, 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 of these Articles of Incorporation; and

(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 any candidate for public office.

Article V BOARD OF DIRECTORS

(a) All corporate powers shall be exercised under the authority, and the affairs of the Corporation shall be managed under the direction, of the Board of Directors, except as otherwise provided by law or in these Articles or the Bylaws of the Corporation.

(b) The Corporation shall have four (4) directors, initially. The number of directors may be increased or decreased from time to time according to the Bylaws, but shall never be less than three (3). The directors of the Corporation are:

Colleen A. Garson

4 Dolphin Blvd.
Ponte Vedra Beach, Florida 32082

Corriene Mattiace	11042 Castlemain Circle East Jacksonville, Florida 32256
Cathi Cox	1083 Executive Cove Drive St. Johns, Florida 32259
Diane Royal	3009 Jolly Road Jacksonville, Florida 32207

(c) The Board of Directors shall have the power to elect additional or successor directors at any time and shall have the power to request the resignation of any existing director in such manner as shall be provided in the Bylaws.

Article VI OFFICERS

(a) The officers of the Corporation shall be a President, a Vice-President, a Treasurer, and a Secretary, and such other officers as may be provided by the Bylaws.

(b) The officers shall be elected by a majority vote of the members of the Board of Directors at their annual meeting or at such other times as provided in the Bylaws.

Article VII MEMBERSHIP

The Corporation may or may not have members as the Board of Directors may direct from time to time. Any such members shall be those persons who request membership and pay the membership fees, if any, prescribed from time to time by the Board of Directors. Any person of good moral character, having an interest in the objects and purposes of the Corporation and willing to contribute either time or money in furtherance of its activities shall be eligible for membership as provide in the Bylaws.

Article VIII DURATION

The Corporation shall exist perpetually.

Article IX
BYLAWS

The Board of Directors, by majority vote, may provide such Bylaws for the conduct of the business of the Corporation and the carrying out of its purposes as they may deem necessary from time to time, including, but not limited to, provisions for the quorum and voting requirements for meetings and activities of the Board of Directors; provided, however, that such Bylaws shall not conflict with any of the provisions of these Articles of Incorporation.

Article X
AMENDMENTS

Upon proper notice, these Articles of Incorporation may be amended, altered, changed, or repealed by majority vote of the members of the Board of Directors of the Corporation voting at any meeting in which a quorum of the membership of the Corporation is in attendance and all power and authority conferred hereby upon officers and the Board of Directors of the Corporation are granted subject to the further amendment of these Articles of Incorporation.

Article XI
CORPORATE LIQUIDATION AND DISSOLUTION

No person, firm, or corporation shall ever receive any dividends or profits from the undertaking of the Corporation, and upon dissolution, the assets of the Corporation, after all debts and liabilities are paid, shall be distributed:

- (a) to one or more organizations qualified under of section 501(c)(3) of the Code that have purposes similar to the religious, charitable, and educational purposes of the Corporation;
- (b) to the federal government or a state or local government, for public purposes similar to the religious, charitable, and educational purposes of the Corporation consistent with section 501(c)(3) of the Code and in accordance with the laws of the State of Florida; or
- (c) upon order of a court of competent jurisdiction, to another organization to be used in such manner as in the judgment of the court will best accomplish the religious, charitable, and educational purposes of this Corporation.

Article XII
LIMITATIONS ON CORPORATE POWER

Should the Corporation at any time be considered a "Private Foundation" under Section 509(a) of the Code, the following limitations will apply:

- (a) The Corporation will distribute its income for each tax year at such a time and in such a manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Code, or corresponding provisions of any later federal tax laws;
- (b) The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or corresponding provisions of any later federal tax laws;
- (c) The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code, or corresponding provisions of any later federal tax laws;
- (d) The Corporation will not make any investment in a manner that would subject it to tax under Section 4944 of the Code, or corresponding provisions of any later federal tax laws;
- (e) The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code, or corresponding provisions of any later federal tax laws.

Article XIII
INDEMNIFICATION

The Corporation shall indemnify officers, directors, employees, and agents to the full extent permitted by the Florida Not-For-Profit Corporation Act, provided, however that no such indemnification shall be permitted if such indemnification would violate the purposes of the Corporation as specified in Article II of these Articles of Incorporation or would be inconsistent with the provisions of Section 501(c)(3) and Section 170(c)(2) of the Code.

10/28/09

Article XIV
EFFECTIVE DATE

The effective date of this Corporation shall be January 1, 2010.

Signed: Diane P. Royl
Incorporator and Registered Agent

END OF DOCUMENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA