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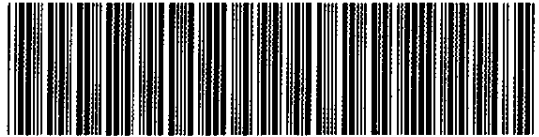
(Business Entity Name)

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2009 DEC 22 PM 1:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLR.
1-4-10

J. Shivers DEC 23 2009

2009-49524



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 9, 2009

RICHARD HILL
13432 NW 135TH DR
ALACHUA, FL 32615

SUBJECT: THE CHILDREN'S CORPORATION
Ref. Number: W09000049524

We have received your document for THE CHILDREN'S CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6929.

Justin M Shivers
Regulatory Specialist II
New Filing Section

Letter Number: 909A00035131

Richard Hill

13432 NW 135th Drive Alachua, FL 32615

Wednesday, November 4, 2009

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

SUBJECT: The Children's Corporation

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for: \$78.75 for the Filing Fee and Certificate of Status.

FROM: Richard Hill
13432 NW 135th Drive
Alachua, FL 32615

941-870-2297
hillrf@cox.net

Sincerely yours,



Richard Hill

**ARTICLES OF INCORPORATION
OF
The Children's Corporation of North
Florida**

A Florida "Not for Profit" Corporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The undersigned, acting as incorporator for a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I NAME OF CORPORATION: The name of the corporation is The Children's Corporation of North Florida.

ARTICLE II PRINCIPAL OFFICE: The principal office and mailing address of the corporation is at 13432 NW 135th Drive, Alachua, FL 32615.

ARTICLE III EFFECTIVE DATE: The effective date of this incorporation shall be January 4, 2010.

ARTICLE IV CORPORATE PURPOSES: The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. This corporation is formed exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law."
2. To aid, support, and assist by grants other corporations, community chests, funds foundations and charitable civic organizations organized and operated for charitable or educational purposes benefiting children, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
3. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.
4. All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

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

ARTICLE VI REGISTERED AGENT: The name of the registered agent of the corporation is Richard Hill. The address of this registered agent is 13432 NW 135th Drive, Alachua, FL 32615.

ARTICLE VII INCORPORATOR: The name and address of the incorporator is: Richard Hill, 13432 NW 135th Drive, Alachua, FL 32615.

ARTICLE VIII DURATION/MEMBERSHIP: The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

ARTICLE IX 501(c)(3) LIMITATIONS

1. **CORPORATE PURPOSES:** Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

2. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.

3. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

4. **LOBBYING AND POLITICAL CAMPAIGNS:** 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.

5. **DISSOLUTION:** 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.

6. **"PRIVATE FOUNDATION" PROVISIONS:** In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

a.) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

b.) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

c.) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.


d.) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

e.) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE X INDEMNIFICATION - Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 19th day of December, 2009.



Richard Hill

**REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT**

I am familiar with and hereby accept the obligations of the position of Resident Agent of
The Children's Corporation of North Florida.

Richard Hill
Richard Hill

Date: December 19, 2009

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**