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**FLORIDA PROFIT/NON PROFIT CORPORATION
Judy's Star Lights, Inc.**

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April 27, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

QUARLES & BRADY LLP

SUBJECT: JUDY'S STAR LIGHTS, INC.
REF: W10000020345

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the non profit corporation is being organized.

If you have any further questions concerning your document, please call (850) 245-6931.

Becky McKnight
Regulatory Specialist II
New Filing Section

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**ARTICLES OF INCORPORATION
OF
JUDY'S STAR LIGHTS, INC.**

The undersigned, acting as the incorporator(s), adopts these Articles of Incorporation and forms a not for profit corporation (the "Corporation") under the Florida Not for Profit Corporation Act (the "Act"), as follows:

I.

Name

The name of the Corporation is **Judy's Star Lights, Inc.**

II.

Term of Existence

The Corporation's existence commences on April 23, 2010. The Corporation will have perpetual existence thereafter.

III.

Purposes

The Corporation is formed to act as a support group to assist an elected line officer of The Grand Chapter of Florida Order of the Eastern Star, Inc. in providing decorations and other items for the annual session over which she will preside and for any and all lawful purposes.

IV.

Manner of Election of the Board of Directors

The number of members of the Board of Directors of the Corporation will be appointed in the manner designated in the Bylaws of the Corporation. The number of members of the Board will be as designated in the Bylaws of the Corporation, but in no event will there be less than 3 members of the Board.

V.

Limitation on Activities

No part of the net earnings of the Corporation will inure to the benefit of, or be distributable to, any member, Director or officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes). Nothing in these Articles restricts the Corporation from reimbursing the member for funds furnished or loaned or for services performed.

VI.

Dissolution

Upon dissolution of this Corporation, or the final liquidation of its assets, whether voluntary or involuntary or by operation of law, except as and to the extent otherwise provided or required by law, the net assets remaining may be distributed only distributed to another corporate organized under the Act.

VII.

Principal Office

The principal office and mailing address of the Corporation is 39650 US 19 North, Unit 124, Tarpon Springs, Florida 34689.

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VIII.
Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 101 East Kennedy Boulevard, Suite 3400, Tampa, Florida 33602 and the name of its initial registered agent at such address is Tampa-Lawdock, Inc.

IX.
Incorporator

The name and address of the Incorporator signing these Articles of Incorporation are:

Name	Address
Judith E. Covey	101 East Kennedy Boulevard Suite 3400 Tampa, Florida 33602

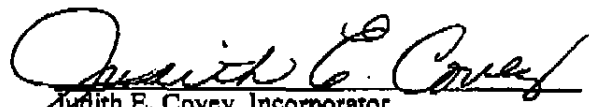
X.
Bylaws

The power to adopt, alter, amend or repeal Bylaws will be vested in the Corporation's Board of Directors.

XI.
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on April 26, 2010.


Judith E. Covey, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the Corporation at the place designated in these Articles, Tampa-Lawdock, Inc. is familiar with and accepts the appointment as registered agent and agrees to act in this capacity

Dated April 26, 2010.

TAMPA-LAWDOCK, INC.

By: 
David A. Beyer, President