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(Requestor's Name)

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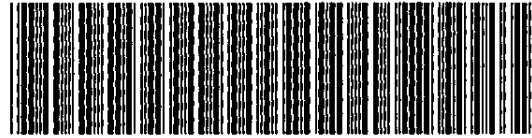
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Quikform Services
6503 N. Military Trail, #3501
Boca Raton, Florida 33496
Phone: (954) 560-7538
www.quikfloridacorporation.com
Get Incorporated With Us!

October 18, 2010

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

RE: Can't Tell Foundation, Inc. (Not for Profit)

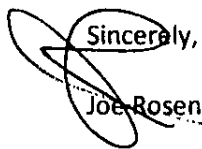
Dear Sir or Madam:

Please find enclosed proposed Articles of Incorporation for the above not-for-profit corporation. We request that you file the enclosed Articles with the Division of Corporations. A check in the amount of \$70.00 is enclosed herewith along with an extra copy of the articles of incorporation.

Please return a file-stamped copy of the Articles of Incorporation to:

Quikform Services, attn: Joe Rosen, Esq., 6503 N. Military Trail, #3501, Boca Raton, Florida 33496.

If you have any questions, please call me at 954 560 7538.

Sincerely,

Joe Rosen

**ARTICLES OF INCORPORATION
(Not for Profit)
OF
CAN'T TELL FOUNDATION, INC.**

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TALLAHASSEE, FLORIDA

Article I – Name

The name of the Corporation shall be Can't Tell Foundation, Inc.

Article II – Principal Office

The principal office and mailing address of the Corporation is 7280 W. Palmetto Park Road, Suite 203, Boca Raton, Florida 33433.

Article III - Purpose

The specific purpose for which this Corporation is organized is to provide treatment to persons who have suffered from sexual abuse, physical abuse, or bullying, and to make scholarships available to such persons for the purpose of receiving such treatment. To further such purposes, the Corporation will undertake a treatment program that will consist of various treatment methods, which may include individual and group therapy, fitness instruction, promotion of nutrition, mentoring, yoga, Qi Gong, Martial Arts, and other methods and modes of treatment.

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution or winding up 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 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.

No substantial part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these articles.

Notwithstanding any other provision of these articles, this Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Article IV – Manner of Election

The manner in which the directors are to be elected or appointed shall be as stated in the bylaws of the Corporation.

Article V – Initial Registered Agent and Street Address

The name and address of the initial registered agent is Shari B. Kaplan, 7280 W. Palmetto Park Rd., Suite 203, Boca Raton, Florida 33433.

Article VI – Initial Directors

The name and addresses of the initial directors of the Corporation are as follows:

1. Shari B. Kaplan – 7280 W. Palmetto Park Rd., Suite 203, Boca Raton, Florida 33433;
2. Bruce Lev – P.O. Box 466, Great Neck, NY 11022;
3. Sandra Kaplan – 1860 Old Okeechobee Rd., Suite 506, West Palm Beach, Florida 33409.

Article VII – Incorporator(s)

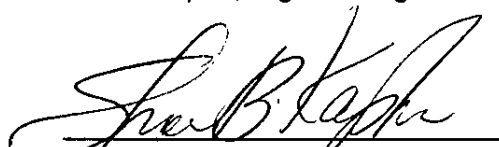
The name and address of the Incorporator(s) of these Articles of Incorporation are:

Shari B. Kaplan, 7280 W. Palmetto Park Rd., Suite 203, Boca Raton, Florida 33433.

Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Shari B. Kaplan, Registered Agent

October 14, 2010


Shari B. Kaplan, Incorporator

October 14, 2010