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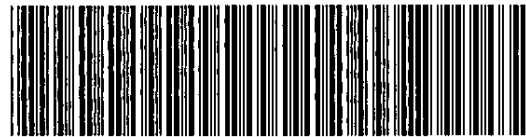
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TALLAHASSEE, FLORIDA

J. Shivers JUN 21 2011

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Cedric P. Hay, Esq.
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M E M O

DATE: June 15, 2011

TO: **Division of Corporations**
P.O. Box 6327
Tallahassee, FL 32314

FROM: **CEDRIC P. HAY, ESQ.** / Diane

RE: **Incorporation of 5869 Charitable, Inc.**

MESSAGE: Enclosed please find the original and one copy of Articles of Incorporation for the above named company, together with our check in the amount of \$78.75 to cover the filing fees for the company.

If you have any questions, please contact our office.
Thank you.

LAW OFFICES OF BEIL & HAY, P.A.

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ARTICLES OF INCORPORATION

OF

5869 CHARITABLE, INC.

The undersigned, acting as the incorporators for the purpose of forming a not for profit corporation pursuant to Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

Article I

NAME

The name of the corporation shall be **5869 CHARITABLE, INC.**

Article II

PRINCIPAL OFFICE AND MAILING ADDRESS

The original principal office of the corporation shall be located at 5850 K of C Drive, Port Richey, Florida 34668. The original mailing address of the corporation also shall be 5850 K of C Drive, Port Richey, Florida 34668.

Article III

PURPOSE

The purpose of the corporation is to raise money through gifts, fund raisers and donations, as well as other means, to furnish all necessary funding.

The corporation irrevocably is dedicated to and operated exclusively for nonprofit purposes. No part of the income or assets of the corporation shall be distributed to, nor inure to the benefit of, any individual, except as expressly set forth herein.

In addition to the above-stated specific purpose for which the corporation is founded, it is understood and contemplated that the corporation shall have the additional purposes as follows:

- A. To receive and administer funds and to operate exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation (the "Code").

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- B. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, either absolutely or in trust therein, and to apply gifts, grants, bequests and devises, and the proceeds thereof, in furtherance of the purposes of the corporation.
- C. To do such things and to perform such acts to accomplish its purposes as the Board of Directors may determine to be appropriate and as are not forbidden by the Code, with all the power conferred on nonprofit corporations under the laws of the State of Florida.

Article IV

TERM

Corporate existence shall commence upon the filing of these Articles of Incorporation with the Secretary of State and the term of the corporation shall be perpetual.

Article V

POWERS

The corporation shall have all of the common law and statutory powers of a corporation not for profit pursuant to the laws of the State of Florida that are not in conflict with the terms of the Articles; provided, however, that notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax pursuant to the Code.

Article VI

MEMBERS

Qualification for membership in the corporation, the manner of Members' admission and membership voting rights shall be provided for in the bylaws of the corporation.

Article VII

DIRECTORS

All corporate powers shall be exercised by or under the authority of and the affairs of the corporation shall be managed under the direction of the Board of Directors.

The number of Directors shall be determined from time to time in accordance with the bylaws, but shall never be less than three (3).

Directors shall be elected or removed in accordance with the procedure provided in the bylaws.

The names and addresses of the initial Directors, to hold office until the first annual meeting of Members until their successors shall have been duly elected and qualified, are as follows:

EUGENE DANIELLO
13553 Glaze Brook Drive
Hudson, FL 34667

RALPH TORRE
P.O. Box 658
Port Richey, FL 34673

URBANO DISTEFANO
7321 San Salvatore Drive
Port Richey, FL 34668

Article VIII

REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the corporation and the street address of the initial registered office of the corporation are as follows:

EUGENE L. BEIL, ESQ.
Beil & Hay, P.A.
12300 U.S. Highway 19 N.
Hudson, FL 34667

Article IX

INCORPORATORS

The name and street address of the persons signing these Articles are as follows:

EUGENE DANIELLO
13553 Glaze Brook Drive
Hudson, FL 34667

RALPH TORRE
P.O. Box 658
Port Richey, FL 34673

URBANO DISTEFANO
7321 San Salvatore Drive
Port Richey, FL 34668

Article X

BYLAWS

The bylaws of the corporation are to be made and adopted by the Board of Directors and may be altered, amended, or rescinded by the Board of Directors.

Article XI

AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members and Directors are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended, unless more specific provisions for amendments are adopted by the corporation pursuant to law.

Article XII

IDEMNIFICATION AND CIVIL LIABILITY IMMUNITY

The corporation shall indemnify each Director and Member, including former Directors and Members, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the corporation be an organization the Members and Directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

Article XIII

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 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.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
this 14 day of June, 2011.


EUGENE DANIELLO


RALPH TORRE

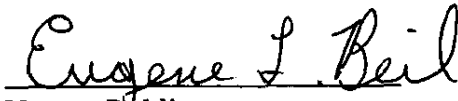

URBANO DISTEFANO

STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the state and county set forth above, this day personally appeared **EUGENE DANIELLO**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 14 day of June, 2011.

NOTARY PUBLIC-STATE OF FLORIDA
Eugene L. Beil
Commission #DD720080
Expires: OCT. 31, 2011
BONDED THRU ATLANTIC BONDING CO., INC.

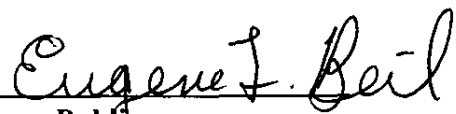

Notary Public

STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the state and county set forth above, this day personally appeared **RALPH TORRE**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 14 day of June, 2011.

NOTARY PUBLIC-STATE OF FLORIDA
Eugene L. Beil
Commission #DD720080
Expires: OCT. 31, 2011
BONDED THRU ATLANTIC BONDING CO., INC.


Notary Public

STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the state and county set forth above, this day personally appeared **URBANO DISTEFANO**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 14 day of June, 2011.

NOTARY PUBLIC-STATE OF FLORIDA
Eugene L. Beil
Commission # DD720080
Expires: OCT. 31, 2011
BONDED THRU ATLANTIC BONDING CO., INC.

Eugene L. Beil
Notary Public

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept appointment as the initial registered agent of **5869 CHARITABLE, INC.**, as designated in the foregoing Articles of Incorporation.

Eugene L. Beil
EUGENE L. BEIL, ESQ.

Dated: June 14, 2011.

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