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FLORIDA PROFIT/NON PROFIT CORPORATION
CHILDREN WITH CHANCES FOUNDATION, INC.

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ARTICLES OF INCORPORATION
OF
CHILDREN WITH CHANCES FOUNDATION, INC.
FLORIDA NONPROFIT CORPORATION

ARTICLE I

Corporate Name

The name of this corporation is **CHILDREN WITH CHANCES FOUNDATION, INC.** The corporation's principal office and mailing address is 13940 N. US Hwy 441, Suite 603, Lady Lake, FL 32159.

ARTICLE II

Purposes

1. The primary purpose for which this corporation is formed is to receive and administer funds for scientific, education, and charitable purposes and to that end to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise, any property, real, personal, tangible, or intangible, or any undivided interest therein, without limitation as to amount or value; to sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation without limitation, except such limitations, if any, as may be contained in the instrument under which the property is received, these Articles of Incorporation, the By-laws of the Corporation, or any laws applicable thereto.

2. For any other lawful purposes pursuant to *Florida Statutes* and the powers conferred upon non-profit corporations under the laws of the State of Florida.

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ARTICLE III

Corporate Nature

This is a nonprofit corporation, organized under the laws for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Section 617 of the *Florida Statutes*.

1. Upon dissolution of this corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation and in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the *Internal Revenue Code* as it now exists or may hereafter be amended, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court 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.

2. No part of the income or net earnings of this corporation shall be distributable to its members, directors or officers.

3. Notwithstanding any other provisions of these Articles of Incorporation, no member, director, officer, employee or representative of this corporation shall take any action or carry on any activities by or on behalf of the corporation not permitted to be carried on by an organization exempt under Section 501(c)(3) of the *Internal Revenue Code* and its Regulations as they now exist or may hereafter be amended, or which are not permitted to be taken or carried on by an organization, the contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

ARTICLE IV

Duration

The term of existence of the corporation is perpetual.

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ARTICLE V

Members

This corporation shall have no members.

ARTICLE VI

Incorporator

The name and address of the incorporator of this corporation is as follows:

Michael Horsley
13940 N. US Hwy 441, Suite 603
Lady Lake, FL 32159

ARTICLE VII

Directors

This corporation shall have at least four (4) directors initially. The method of election and the number of directors shall be determined by, and may be either increased or diminished from time to time by the By-laws, but shall never be less than four (4). The initial directors are as follows:

Michael Horsley

Beulah Scott

Karen McNeill

Renade Williamson

ARTICLE VIII

Registered Agent

The name and address of the initial registered agent is Michael Horsley, 13940 N. US Hwy 441, Suite 603, Lady Lake, FL 32159.

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ARTICLE IXBy-Laws

The Board of Directors of this corporation may provide such By-Laws for the conduct of its business in the carrying out of its purposes as they may deem necessary from time to time consistent with *Florida Statutes*. The By-Laws may be altered, amended or repealed and new and other By-Laws may be made and adopted by the Board of Directors as provided in the By-Laws.

ARTICLE XAmendments

Amendments to these Articles of Incorporation may be made and adopted only by a vote of at least two-thirds (2/3) of the members of the Board of Directors of the corporation.

We, the undersigned, being the initial incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation on this 20th day of June, 2011.


MICHAEL HORSLEY
BEULAH SCOTT
KAREN McNEILL
RENADE WILLIAMSON

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STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me on the 20th day of June, 2011 by **MICHAEL HORSLEY**, who is personally known to me or has produced as identification.



Carla G. Fox
NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF MARION

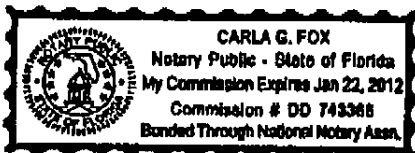
The foregoing instrument was acknowledged before me on the 20th day of June, 2011 by **BEULAH SCOTT**, who is personally known to me or has produced as identification.



Carla G. Fox
NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF MARION

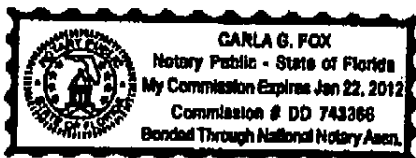
The foregoing instrument was acknowledged before me on the 20th day of June, 2011 by **KAREN McNEILL** who is personally known to me or has produced as identification.



Carla G. Fox
NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me on the 20th day of June, 2011 by **RENADE WILLIAMSON** who is personally known to me or has produced as identification.



Carla G. Fox
NOTARY PUBLIC

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CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been designated as the Registered Agent for **CHILDREN WITH CHANCES FOUNDATION, INC.**, I hereby accept the designation and agree to act as the Registered Agent of said corporation.

Dated: June 20, 2011.


MICHAEL HORSLEY

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