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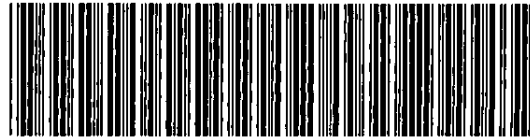
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Jeffrey E. Fine

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October 5, 2012

FEDERAL EXPRESS

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Operation Caribbean Hope, Inc.

Ladies and Gentlemen:

Enclosed is an original and two (2) copies of the Articles of Incorporation for Operation Caribbean Hope, Inc., along with a check payable to the Department of State in the amount of \$87.50, for the filing fee and the costs of a certified copy and certificate of status in this matter. Please return the certified copy and certificate of status to my attention.

Sincerely,

A handwritten signature in dark ink, appearing to read "Jeffrey E. Fine". The signature is fluid and cursive. Below the signature, the name "Jeffrey E. Fine" is printed in a small, sans-serif font.

Jeffrey E. Fine

JEF:ccv
Encs.

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**ARTICLES OF INCORPORATION
OF
OPERATION CARIBBEAN HOPE, INC.
A Florida Not For Profit Corporation**

**ARTICLE I
NAME OF CORPORATION**

The name of the Corporation (the "*Corporation*") is Operation Caribbean Hope, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The principal street address and mailing address of the Corporation is: 1920 S. Ocean Boulevard, Manalapan, Florida 33462.

**ARTICLE III
PURPOSE**

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes within the meaning of Sections 501(c)(3), 170(c)(2)(B), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code of 1986, as amended or the corresponding section of any future federal tax code (the "*Code*"), including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(a) of the Code by reason of description in Section 501(c)(3) of the Code. The Corporation's purposes shall include, but not be limited to, the provision of assistance and guidance to underprivileged individuals and families. To enable the Corporation to carry out such purposes, it shall have the power to do any and all lawful acts and to engage in any and all lawful activities, directly or indirectly, alone or in conjunction with others, which may be necessary, proper or suitable for the attainment of any of the purposes for which the Corporation is organized.

**ARTICLE IV
NO PRIVATE INUREMENT OR SUBSTANTIAL LOBBYING**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, trustees, officers or other private persons, except that the 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 Article III hereof.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the 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.

Notwithstanding any other provisions of these Articles, the 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(a) of the Code by reason of description in Section 501(c)(3) of the Code, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE V DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation to an organization or organizations organized and operated exclusively for charitable, educational, scientific or religious purposes as shall at the time qualify as an exempt organization or organizations by reason of description in Section 501(c)(3) of the Code. Any of 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.

ARTICLE VI DIRECTORS

The property and business of the Corporation shall be controlled and managed by the Board of Directors. The number of directors to constitute the initial Board of Directors of the Corporation shall be four (4); thereafter, the number of directors to constitute the Board of Directors shall be not less than three (3) nor more than twenty (20), as set forth in the Bylaws of the Corporation. Directors shall be elected as set forth in the Bylaws of the Corporation.

ARTICLE VII INCORPORATOR

The name and address of the incorporator is: Jeffrey E. Fine, 100 S. Fourth Street, Suite 1000, St. Louis, Missouri 63102.

ARTICLE VIII REGISTERED AGENT

The address of the Corporation's initial registered office in the State of Florida is: 1920 S. Ocean Boulevard, Manalapan, Florida 33462. The name of its initial registered agent at such address is: Dennis R. Hammond.

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

DENNIS R. HAMMOND, Registered Agent

By Jeffrey E. Fine
Jeffrey E. Fine, Pursuant to Durable
Power of Attorney of Dennis R.
Hammond dated June 13, 2012

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Jeffrey E. Fine
Jeffrey E. Fine, Incorporator

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