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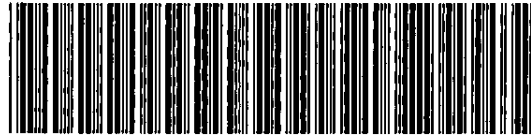
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TALLAHASSEE, FLORIDA

MRD
10/22/12

LAW OFFICES

WILLIAM G. MORRIS, P.A.

William G. Morris, Esq.
Admitted In FL, DC, VA

Of Counsel
Constance M. Burke, Esq.

Marco Island
247 N. Collier Blvd., Suite 202
Post Office Box 2056
Marco Island, FL 34146-2056
(239) 642-6020
Fax (239) 642-0722
Email: wgmorrislaw@embarqmail.com

October 17, 2012

Via Overnight Federal Express

Ruby Dunlap, Regulatory Specialist II New Filing Section
Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Marco Faith & Wine, Inc.
Articles of Incorporation
Our File No.: 12CC011
Your Ref. Number: W12000052289

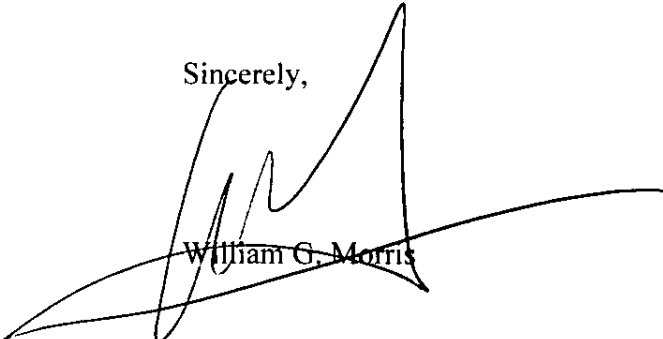
Dear Ms. Dunlap:

Pursuant to your October 11, 2012 correspondence, accompanying for filing is an original and one (1) copy of the Articles of Incorporation for Marco Faith & Wine, Inc., with the Consent of its members authorizing us, as Registered Agent, to incorporate under that entity name attached thereto.

As such, kindly use our \$70.00 check to cover the filing fee, and return the stamped copy to us in the self addressed, stamped envelope provided for those purposes.

Should you have any questions or comments, please do not hesitate to call.

Sincerely,



William G. Morris

WGM/mjb

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 11, 2012

WILLIAM G. MORRIS, P.A.
247 N. COLLIER BLVD.
SUITE 202
MARCO ISLAND, FL 34146-2056

SUBJECT: MARCO FAITH AND WINE, INC.
Ref. Number: W12000052289

We have received your document for MARCO FAITH AND WINE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable because it is the same as or not distinguishable from an existing entity. If the principals are the same in both entities, please send a letter or affidavit advising us of this association, along with your articles so that we may complete the filing process.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Ruby Dunlap
Regulatory Specialist II
New Filing Section

Letter Number: 312A00025177

CONSENT OF MEMBERS OF MARCO FAITH & WINE, LLC

In lieu of a formal meeting, and pursuant to F.S. 607.0821, the undersigned members, being all officers of the company, hereby agree and consent to the following:

1. That MARCO FAITH & WINE, LLC ("LLC") authorizes William G. Morris to incorporate using the name MARCO FAITH AND WINE, INC.

MARCO FAITH AND WINE, LCC

By: Cynthia K. Henning 10/8/12
CYNTHIA K. HENNING (date)

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MARCO FAITH AND WINE, LCC

By: Jeffery L. Henning 10/8/12
JEFFERY L. HENNING (date)

MARCO FAITH AND WINE, LCC

By: Michele Irimies 10/8/12
MICHELE IRIMIES (date)

ARTICLES OF INCORPORATION

OF

MARCO FAITH AND WINE, INC.

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not-for-Profit Corporation Act, Florida Statutes Chapter 617, makes and adopts the following Articles of Incorporation:

ARTICLE 1. NAME

The name of the Corporation is Marco Faith and Wine, Inc.

**ARTICLE 2. PRINCIPAL PLACE OF BUSINESS
AND MAILING ADDRESS**

The street address of the initial principal office and the mailing address of the Corporation is: 794 W. Elkeam Circle, Apartment 2001, Marco Island, FL 34145.

ARTICLE 3. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 247 N. Collier Blvd., Suite 202, Marco Island, FL 34145 and the name of its initial Registered Agent at that address is William G. Morris.

ARTICLE 4. MEMBERS

The Corporation will have one or more classes of members, who will be admitted in the manner as set forth in the Bylaws. The members will have the rights and privileges that are set forth in the Bylaws. Twenty-five percent (25%) of all voting members will constitute a quorum. The Corporation will not issue shares of stock.

ARTICLE 5. NOT-FOR-PROFIT

The Corporation is a not-for-profit corporation under Chapter 617 of the Florida Statutes. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its members, directors or officers, except to the extent permissible under these Articles of Incorporation, under the law. The corporation may seek qualification under Section 501(c) of the United States Internal Revenue Code of 1986 (the "Code"). No member will have any vested right, interest or privilege in or to the assets, income or property of the Corporation.

ARTICLE 6. DURATION

The duration of the Corporation is perpetual.

ARTICLE 7. PURPOSES

The Corporation is organized and will be operated exclusively for charitable, scientific, and educational purposes, including but not limited to the following:

A. Sponsoring, organizing, administering, enhancing, and providing workshops, classes, publications, websites, and other educational activities that benefit better understanding of the underprivileged and underserved in our community and the world.

B. Providing through friendship and networking resources to improve the plight of those outlined above.

C. Engaging in other charitable, scientific, and educational activities that support the foregoing purposes and are not otherwise prohibited by these Articles of Incorporation or applicable law.

ARTICLE 8. POWERS

Solely for the foregoing purposes, the Corporation will have the following powers:

A. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including but not limited to those set forth in Florida Statutes Section 617.0302 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property.

B. To engage in and transact any other lawful activity, solely in furtherance of the foregoing purposes, for which nonprofit corporations may be incorporated under the Florida Not-for-Profit Corporation Act, and any successor or amendment to the Act.

C. To do other things that are incidental to the powers of the Corporation or necessary or desirable to accomplish the purposes of the Corporation.

ARTICLE 9. LIMITATION

No part of the net earnings of the Corporation will inure directly or indirectly to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the Corporation will 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 7 (Purposes) of these Articles.

ARTICLE 10. BOARD OF DIRECTORS

There will be a Board of Directors consisting of at least three individuals. Each Director will be elected by majority vote of the members in the manner and at the times set forth in the Bylaws. Any Director may be removed by the affirmative vote of at least two-thirds (2/3) of the Board of Directors. The names and addresses of the initial Directors are as follows:

Cynthia K. Henning
794 W. Elkcarn Circle, Apartment 2001
Marco Island, FL 34145

Jeffrey L. Henning
794 W. Elkcarn Circle, Apartment 2001
Marco Island, FL 34145

Michele Irimies
1200 Mimosa Court
Marco Island, FL 34145

ARTICLE 11. OFFICERS

The Officers of the Corporation will consist of a President, a Secretary, a Treasurer, and such other Officers and Assistant Officers as may be provided for in the Bylaws or by resolution of the Board of Directors. Each Officer will be elected by majority vote of the Board of Directors (and may be removed by majority vote of the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws or by law. The names, titles and addresses of the initial Officers are as follows:

President and Director:
Cynthia K. Henning
794 W. Elkcarn Circle, Apartment 2001
Marco Island, FL 34145

Treasurer and Director:
Jeffrey L. Henning
794 W. Elkcarn Circle, Apartment 2001
Marco Island, FL 34145

Secretary and Director:
Michele Irimies
1200 Mimosa Court
Marco Island, FL 34145

ARTICLE 12. INCORPORATOR

The name and street address of the Incorporator is as follows: William G. Morris, 247 N. Collier Blvd., Suite 202, Marco Island, FL 34145.

ARTICLE 13. BYLAWS

The Board of Directors will make and adopt the Bylaws of the Corporation, and the Board of Directors only may alter, amend, or rescind the Bylaws in the manner set forth in the Bylaws.

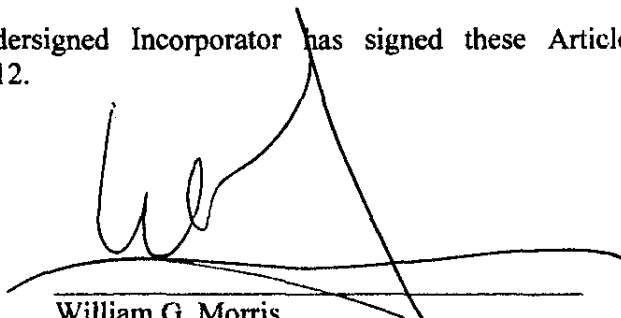
ARTICLE 14. AMENDMENT

The Board of Directors only may amend these Articles of Incorporation.

ARTICLE 15. INDEMNIFICATION AND CIVIL LIABILITY IMMUNITY

The Corporation will indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Section 617.0831 of the Florida Statutes. It is intended that the Corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Section 617.0834 of the Florida Statutes and other similar laws.

IN WITNESS, the undersigned Incorporator has signed these Articles of Incorporation on 10/8, 2012.


William G. Morris
247 N. Collier Blvd., Suite 202
Marco Island, FL 34145

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE BY REGISTERED AGENT**

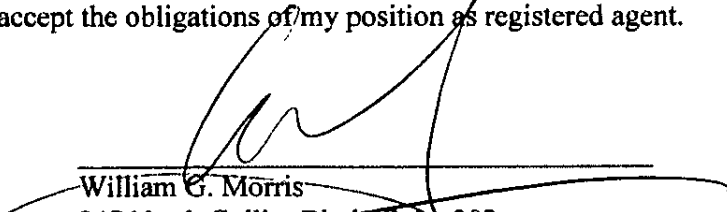
Pursuant to the provisions of Florida Statutes Section 617.0501, the undersigned corporation organized under the not-for-profit corporation laws of the State of Florida submits the following statement in designating the registered office and registered agent of the Corporation in the State of Florida:

1. The name of the corporation is Marco Faith and Wine, Inc.
2. The name and address of the registered agent and registered office are:

William G. Morris
247 North Collier Blvd., Suite 202
Marco Island, FL 34145

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 10/8/12



William G. Morris
247 North Collier Blvd., Suite 202
Marco Island, FL 34145

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TALLAHASSEE, FLORIDA