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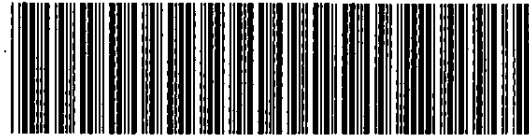
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Law Offices
John S. Norton, Jr., P.A.
Attorney and Counselor of Law
431 North Grandview Avenue
Daytona Beach, Florida 32118

Telephone 386-239-0770
Fax 386-254-3190
E-Mail - jnortonpa@msn.com

October 30, 2012

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

Re: Articles of Incorporation
Watching Over You, Inc.
Florida Not For Profit Corporation

Dear Sir or Madam:

Enclosed is the original and one copy of the proposed Articles of Incorporation for the above entity, the original having been executed by the incorporator and the registered agent named in the Articles. Kindly file the original Articles in your office and provide us with a certified copy.

This firm's check in the amount of \$87.50 is enclosed to cover the following costs:

1. Filing fee for Articles and Designation of Registered Agent
2. Certified copy of Articles
3. Certificate of Status

Thank you for your prompt attention.

Sincerely,

JOHN S. NORTON, JR., P.A.



John S. Norton, Jr.

JSN:cvb
Enclosures
cc: Marie S. Max

ARTICLES OF INCORPORATION

OF

WATCHING OVER YOU, INC. a Florida Not For Profit Corporation

I. Name

The name of this corporation is:

WATCHING OVER YOU, INC.

II. Statement of Corporate Nature

This is a not for profit corporation organized solely for not for pecuniary profit purposes pursuant to the Florida Corporations Not For Profit Corporate Act, set forth in Chapter 617 of the Florida Statutes.

III. Purposes

The specific and primary purpose for which this corporation (the "Corporation") is formed is to establish and operate residences and other facilities and to undertake or sponsor programs to assist children in need of shelter, sustenance, or other assistance. In furtherance of such purposes, and without limitation thereby, the Corporation may acquire and hold real and personal property, establish programs to provide housing, supervision, training, education and care for children and young adults on its own or in cooperation with public and private agencies, and to accept funds from public and private sources to finance these purposes.

The additional general purpose for which the Corporation is formed is to operate in the discretion of the Board of Directors so as to qualify as an organization exempt from taxation under the Internal Revenue Code of 1954, as amended, by virtue of Section 501(c) thereof, and under all applicable tax laws of the state of Florida.

IV. Term

This corporation shall have a perpetual existence.

V. Powers

The powers of the Corporation shall include all those powers conferred upon corporations not for profit under Chapter 617, Florida Statutes, and those powers conferred under the General Corporation Act, Chapter 607, Florida Statutes, that are not inconsistent with the purposes of the

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JANUARY 1, 1982

Corporation and the powers and limitations of a corporation not for profit under Florida law or the Internal Revenue Code of the United States.

VI. Membership

The Corporation shall have a membership distinct from the Board of Directors. The authorized number and qualifications of the members of the Corporation, the manner of their admission, the property, voting, and other rights and privileges of members, and their liability for tithes and dues, and the method of collection thereof, shall be set forth in the By-Laws.

VII. Incorporators

The names and residence addresses of the Incorporators of this Corporation are as follows:

John S. Norton, Jr. 431 North Grandview Avenue
Daytona Beach, Florida 32118

Marie Sciacca Max 1464 Oceanshore Boulevard
Ormond Beach, Florida 32176

VIII. Location of Principal Office and
Identification of Registered Agent

(a) The principal office of the Corporation is:

1464 Oceanside Boulevard
Ormond Beach, Florida 32176

(b) The registered office of the Corporation is:

431 North Grandview Avenue
Daytona Beach, Florida 32118

and the registered agent located at that office is:

John S. Norton, Jr., P.A.

IX Management of Corporate Affairs; Initial Board

(a) Board of Directors. The powers of the Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of directors of the Corporation shall be at least three (3) but the exact number may be set forth in the By-Laws.

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The directors named herein as the first Board of Directors shall hold office until the first meeting of members, at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of two (2) years, until the second annual meeting of members following the election of directors and until the qualification of the successors in office.

(b) The names and addresses of such initial members of the Board of Directors are as follows:

Marie Sciacca Max	1464 Oceanshore Boulevard Ormond Beach, Florida 32176
Walter David Max	1464 Oceanshore Boulevard Ormond Beach, Florida 32176
Linda S. Huffstetler	8116 South Coral Circle North Fort Lauderdale, Florida 33068

X. By-Laws

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Not For Profit Corporations Act concerning corporate action that must be authorized or approved by the members of the Corporation, the By-Laws of the Corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth therefor in the By-Laws.

XI. Dedication of Assets

The property of the Corporation is irrevocably dedicated to not for profit purposes, and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

XII. Amendment of Articles

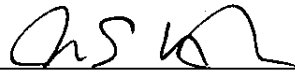
Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of members of the Corporation.

XIII. Dissolution

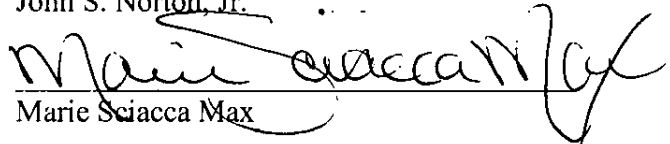
In the event of dissolution, the residual assets of the organization must be turned over to one or more organizations which themselves are exempt organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future

law, or the Federal, State, or Local Government for exclusive public purpose.

The undersigned, being the incorporator of this Corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida has executed these Articles of Incorporation on the 29th day of October, 2012.



John S. Norton, Jr.

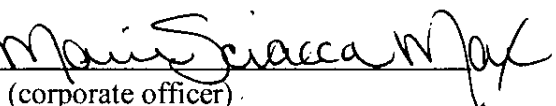


Marie Sciacca Max

CERTIFICATE OF DESIGNATION

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: WATCHING OVER YOU, INC.
2. The name and address of the registered agent and office is: 431 North Grandview Avenue, Daytona Beach, Florida 32118

SIGNATURE 

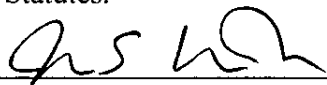
(corporate officer)

TITLE Director

DATE 10-29-12

REGISTERED AGENT/REGISTERED OFFICE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to ace in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 807.325, Florida Statutes.

SIGNATURE 

John S. Norton, Jr. (registered agent)

DATE Oct 29, 2012