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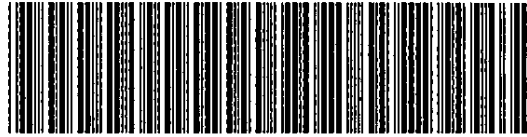
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TALLAHASSEE FLORIDA

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

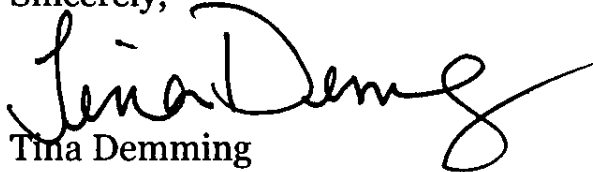
Subject: Guys and Girls With Purpose, Inc.

Greetings,

Enclosed please find an original and one copy of the Articles of Incorporation for the above referenced organization. Please file the original in your office and return a stamped and dated copy to me.

We are enclosing our check in the amount of \$78.75 covering the filing fees and Certificate of Status relating to this filing.

Sincerely,


Tina Demming

235 W. Brandon Blvd.

Ste. 196

Brandon, Fl. 33511

813-380-7228

tinademming@gwpurpose.com

ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S., (Not for Profit)

The undersigned Incorporator, for the purpose of forming a non-profit corporation under the Florida Not of Profit Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME, REGISTERED OFFICE, AND REGISTERED AGENT

The name of this Corporation shall be ***GUYS AND GIRLS WITH PURPOSE, INC.***

ARTICLE II: PRINCIPAL OFFICE AND DURATION

The Board of Directors may from time to time move the registered office to any other address in the State of Florida.

The initial registered agent of the Corporation shall be Tina Demming, whose address is:

235 West Brandon Blvd.
Ste. 196
Brandon, Fl. 33511

The principal office address is:
235 West Brandon Blvd.
Ste. 196
Brandon, Fl. 33511

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The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

ARTICLE III: PURPOSE

The purpose of the Corporation is to perform all those functions and duties ordinarily undertaken by a faith-based, non-denominational, youth development and leadership program;

To prepare, inspire, nurture and provide knowledge to children in elementary through high school through a variety of intervention programs, preventative programs and enrichment activities that build self-esteem, character, and leadership;

To teach them how to maintain authentic connections with their peers and transform the world one child, one family, one community at a time;

To provide a wide variety of activities including mentoring, leadership training, college, college prep, and career coaching, family enrichment activities, and special events offered to children in a safe, structured, fun environment;

Guys and Girls With Purpose, INC. seeks to empower children physically, emotionally, intellectually, spiritually and financially;

To remind our young children that regardless of what they've been through, they are still beautiful, someone of value, and full of purpose;

To work in conjunction with the schools, parents, churches, corporations, and the community in creating future leaders;

To offer long-term mentoring and training programs that will create life-long relationships and long-term results;

To assist youth in becoming responsible, productive, successful adults through a complete holistic program;

To help guide youth in making informed and intelligent decisions about their future;

To partner with other youth organizations and programs to aid and meet the full needs of our participants;

To carry out any act that is not inconsistent with the corporation laws of the State of Florida or any other laws, and any act which the Board of Directors may determine from time to time to do what is in accord with the non-profit purpose of this corporation;

To engage in any lawful purpose not for pecuniary gain or prohibited by Florida law, and to have and exercise all the rights and powers conferred on non-profit corporations under Florida law as such law is now in effect or may at any time hereafter be amended;

Notwithstanding any other provision of these articles, this corporation will not carry on any activities not permitted to be carried on by an organization exempt for Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE IV: MANNER OF ELECTION

The initial officers of this Corporation shall be a President/Chief Executive Officer and a Secretary, with a Vice-President and a Treasurer to be elected at later date. The duties and tenure of office of such officers shall be as described in the By-Laws. The Board of Directors may, in its discretion, establish additional offices.

This Corporation shall be governed by its Board of Directors. The President shall serve as Chairman of the Board of Directors. The members of the Board of Directors shall serve staggered terms as set out more specifically in the By-Laws. The method of election of directors shall be as stated in the By-Laws.

The Board of Directors may increase the number of directors from time to time, provided that the terms of a majority of the directors shall not expire in the same year. In no case shall the Board of Directors reduce the number of director positions to less than 3.

ARTICLES V: INITIAL OFFICERS AND/OR BOARD OF DIRECTORS

The names and street addresses of the initial officers are:

1. Tina Demming (President)
235 West Brandon Blvd.
Ste. 196
Brandon, Fl. 33511
2. Keith Demming (Vice-President)
620 Oak Ridge Dr.
Brandon, Fl. 33510
3. Carla Demming (Treasurer)
620 Oak Ridge Dr.
Brandon, Fl. 33510
4. Keana Demming (Secretary)
620 Oak Ridge Dr.
Brandon, Fl. 33510

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The names and addresses of the initial Board of Directors:

NAMES	ADDRESS
1. Tina Demming	235 West Brandon Blvd. Ste. 196 Brandon, Fl. 33511
2. Keith Demming	620 Oak Ridge Dr. Brandon, Fl. 33510
3. Gladys Ford	129 West Orange Ave. Lake Wales, Fl. 33853
4. Keana Demming	620 Oak Ridge Dr. Brandon, Fl. 33510

ARTICLE VI: MEMBERSHIP

The requirements for membership shall be as set forth in the By-Laws of this Corporation.

ARTICLE VII: BY-LAWS

By-Laws of the Corporation may be adopted, altered, or rescinded by the directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles.

ARTICLE VIII: AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them. These Articles of Incorporation may be amended by a majority vote of those present at a general or special meeting of the Board of Directors called for that purpose.

ARTICLE IX: DISSOLUTION

In the event of dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organization which themselves are exempt as 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 to the Federal, State, or local government of exclusive public purposes.

ARTICLE X: PROHIBITED ACTIVITIES

Notwithstanding any other provision of these Articles, the Corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provision of any future United States Internal Revenue Law, or (b) a corporation contribution to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Laws.

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ARTICLE XI: REGISTERED AGENT

The name and Florida street address of the registered agent is:

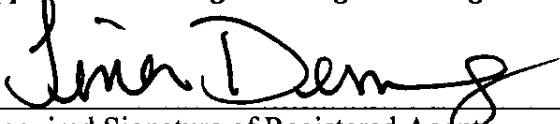
Tina Demming
235 West Brandon Blvd.
Ste. 196
Brandon, Fl. 33511

ARTICLE XII: INCORPORATOR

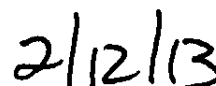
The name and address of the Incorporator is:

Tina Demming
235 West Brandon Blvd.
Ste. 196
Brandon, Fl. 33511

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

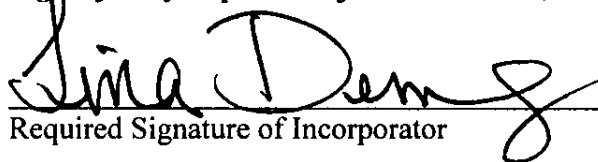


Required Signature of Registered Agent



Date

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.



Required Signature of Incorporator



Date

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TALLAHASSEE FLORIDA