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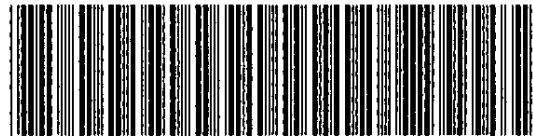
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

13 AUG 21 2013

Darryl Anthony
10200 30th Street North
Tampa, Florida 33612

July 16th 2013

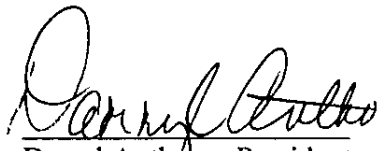
Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir or Maam,

May God bless you. Enclosed, you will find a copy of the Articles of Incorporation for S & D Foundation, Inc.. I have also enclosed a money order in the amount of \$78.75 addressed to the Florida Secretary of State. I ask you to file the Articles of Incorporation and please forward a copy with the appropriate state filing stamp attached.

Thank you in advance for your assistance.

Sincerely,


Darryl Anthony, President

S & D Foundation, Inc.

The Undersigned acting as Incorporators of a Non-Profit Corporation in compliance with Chapter 617, Florida Statutes Non-Profit Corporation Act adopts the following Articles of Incorporation.

Article I.

The name of the Corporation is: S & D Foundation, Inc.

Article II.

The principle address of S & D Foundation, Inc. is:

10200 30 th Street North	Tampa	Florida	33612
<i>Street Address</i>	<i>City</i>	<i>State</i>	<i>Zip</i>

The mailing address of S & D Foundation, Inc. is:

10200 30 th Street North	Tampa	Florida	33612
<i>Street Address</i>	<i>City</i>	<i>State</i>	<i>Zip</i>

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Article III.

The purpose for which S & D Foundation, Inc. is organized is:

Section III.01 To operate exclusively for charitable, educational and religious purposes within the meaning of Section 501(c) 3 of the Internal Revenue Code of 1986, or corresponding section of any future tax code and generally to engage in any other lawful endeavor or activity in furtherance of any of the foregoing purposes.

Article IV.

The manner in which Directors are elected is:

Section IV.01 Election and Tenure. The initial Board of Directors shall be appointed by the incorporators and thereafter shall be elected by the Board of Directors at a regular meeting of the Board of Directors to be held at the principle office of S & D Foundation, Inc. or such other place, as may be fixed by the Board. Directors who are elected shall serve for a term of one (1) year, or until his or her successor is elected and qualifies, subject, however to the removal of any Director as allowed by applicable law or S & D Foundation, Inc.'s bylaws.

Section IV.02 Election: Nominating Committee. A Nominating Committee shall prepare a slate containing nominees for each board position and shall determine the eligibility and willingness of each nominee to stand for election. Candidates for Board positions may also be nominated by petition process established by the Nominating Committee or the Board.

Section IV.03 *Discrimination during Elections.* Discrimination in election and nominating procedures on the basis of race, color, creed, gender, age, religion, marital status, national origin, physical or mental disability, or unlawful purpose is prohibited.

Article V.

The names and addresses of the Board of Directors members of S & D Foundation, Inc. are:

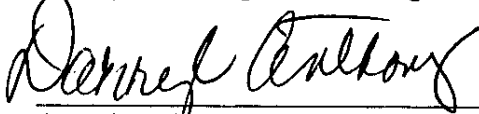
<u>Name</u>	<u>Office</u>	<u>Address</u>
Darryl Anthony	President	9609 Burrough Avenue Seffner, Fl. 33584
Steve Marshall	Vice President	14623 Walnut Bend Way #204 Lutz, Florida 33549

Article VI.

The Registered Agent of S & D Foundation, Inc. is:

<i>Name</i>	<i>Street Address</i>	<i>City</i>	<i>State</i>	<i>Zip</i>
Darryl Anthony	10200 30 th Street North	Tampa	Florida	33612

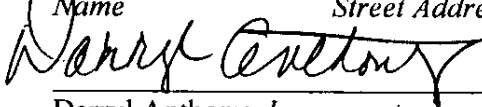
I accept the designation of Registered Agent of S & D Foundation, Inc.


Darryl Anthony, Registered Agent

Article VII.

The name and address of the incorporators are:

Darryl Anthony	10200	Tampa	Florida	33612
<i>Name</i>	<i>Street Address</i>	<i>City</i>	<i>State</i>	<i>Zip</i>


Darryl Anthony, Incorporator

Article VIII.

The duration of this corporation is perpetual and this document is effective upon filing with the Secretary of State.

Article IX.

The provision regarding the distribution of assets upon dissolution is:

Upon dissolution, after all creditors of S & D Foundation, Inc. have been paid, its assets shall be distributed to one or more organizations that qualify as exempt organizations under section 501(c) 3 of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be

distributed to the federal government, or to a state or local government, for exclusively public purposes.

Article X.

The provision regarding liabilities for breach of duties is:

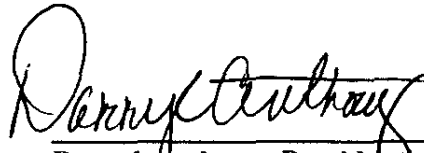
To the extent allowable by the laws of the State of Florida, no present or future Director of S & D Foundation, Inc. (or his or her estate, heirs and personal representatives) shall be liable to S & D Foundation, Inc. or its members for monetary damages for breach of fiduciary duty as a director of S& D Foundation, Inc. Any liability of a director (or his or her estate, heirs, and personal representatives) shall be eliminated or limited to the fullest extent allowed by the laws of the State of Florida, as may hereafter be adopted or amended.

Article XI.

The provisions regarding indemnification of directors or officers are:

With respect to claims or liabilities arising out of service as a director or officer of S & D Foundation, Inc., S & D Foundation, Inc. shall indemnify and advance expenses to each present and future director and officer (and his or her estate, heirs and personal representatives) to the fullest extent allowable by the laws of the State of Florida, both as now in affect and as hereafter shall be adopted or amended.

Dated the 16th day of July in the Year 2013.


Darryl Anthony, President

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