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Email Address: beth@bethwe.com

FLORIDA PROFIT/NON PROFIT CORPORATION

Beth Walsh Eriksen, Inc.

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1/H

December 18, 2013

BETH WALSH ERIKSEN
510 BROWNING TERRACE
SEBASTIAN, FL 32958

SUBJECT: BETH WALSH ERIKSEN, INC.
REF: W13000068969

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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.

The document number in conflict is L12000040137 and name is BETH WALSH ERIKSEN LLC,

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.

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

Tyrone Scott

FAX Aud. #: H13000276497

Regulatory Specialist II
New Filings Section

Letter Number: 813A00028708

BETH WALSH ERIKSEN, LLC
510 Browning Terrace
Sebastian, Florida 32958

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
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December 19, 2013

VIA EMAIL

Ms. Valerie Herring
valerie.herring@dos.myflorida.com

Re: Beth Walsh Eriksen, Inc.
Ref: W13000068969

Dear Ms. Herring:

Pursuant to the letter from Tyrone Scott dated December 18, 2013, this letter will confirm that the principals, and their respective interests, of Beth Walsh Eriksen, LLC and Beth Walsh Eriksen, Inc. are identical. I would ask that you please complete the filing process for Beth Walsh Eriksen, Inc. as soon as possible.

Should you have questions or require additional information, please contact my attorney, Patrick Farrah, at (772) 231-4440 or at pfarrah@verobeachlawyers.com.

Sincerely,

Beth Walsh Eriksen

Beth Walsh Eriksen, Manager

**ARTICLES OF INCORPORATION FOR
BETH WALSH ERIKSEN, INC.**

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I, the Incorporator, being a natural person of the age of twenty-one years or more and a citizen of the United States, for the purpose of forming a corporation under the provisions of Chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation shall be BETH WALSH ERIKSEN, INC. and it shall be referred to herein as the "Corporation."

ARTICLE II

Initial Principal Office

The address of the initial principal office of the Corporation (which is the same as the street address) is:

510 Browning Terrace
Sebastian, FL 32958

ARTICLE III

Purposes and Limitations

1. This Corporation is organized to operate solely for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, such as, without limitation, assisting and providing relief for people suffering from depression, anxiety, and addictions, by providing informational and educational resources and support, so that they may overcome dysfunctional patterning and learn new life skills.

2. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, 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 these Articles of Incorporation.

3. No 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 any candidate for public office.

4. Notwithstanding any other provision of these Articles, the Corporation

shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or (c) by a nonprofit Corporation organized under the laws of the State of Florida, pursuant to the provisions of Chapter 617 of The Florida Statutes.

ARTICLE IV
Membership; Directors and Election of Directors

The Corporation shall be organized on a non-stock basis and shall have no members.

The authority for all affairs of the Corporation shall be in a Board of Directors who shall have and may exercise all the powers of the Corporation as permitted by federal law, state law, these Articles of Incorporation, and the Bylaws of the Corporation as from time to time in effect. The Board of Directors shall be elected under a method to be stated in the Bylaws of the Corporation.

ARTICLE V
Registered Agent

The name and address of the initial registered agent and registered office are:

LEE B. KIMBALL
510 Browning Terrace
Sebastian, FL 32958

ARTICLE VI
Amendment

Any amendments to these Articles of Incorporation shall be made in accordance with the provisions of the Bylaws of the Corporation.

ARTICLE VII
Incorporation of Definition of Terms

All general or specific references herein made to the Internal Revenue Code shall be deemed to refer to the Internal Revenue Code of 1986 as now in force or later amended, or the corresponding provision of any future United States Internal Revenue law. Similarly, any general or specific references to the laws of the State of Florida shall be deemed to refer to the laws of the State of Florida as now in force or hereafter amended.

ARTICLE VIII
Dissolution of the Corporation

Upon the termination, dissolution or winding up of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation (as described Chapter 617.1406(3)(a) of the Florida Statutes), distribute all assets of the Corporation (including assets held by the Corporation under conditions requiring return, as described in Chapter 617.1406(3)(b) of the Florida Statutes) to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code (as described in Chapter 617.1406(3)(c) of the Florida Statutes). In furtherance of the foregoing, any such plan of distribution shall be in accordance with the terms of Chapter 617.1406 of the Florida Statutes.

Any such assets not so disposed of shall be disposed of by the Circuit Court having jurisdiction over matters occurring in the County in which the principal office of the Corporation is then located, exclusively for distribution to one or more domestic or foreign corporations, trusts, societies, or organizations engaged in activities substantially similar to those of the Corporation.

ARTICLE IX
Indemnification

The Corporation shall have the power to indemnify its officers, Directors, employees and agents to the fullest extent permitted by any applicable law, including, but not limited to, the provisions of Chapter 617.0831 of the Florida Statutes.

I, the Incorporator, declare that I have examined the foregoing Articles of Incorporation and that the statements contained therein are, to the best of my knowledge and belief, true, correct and complete. Executed this 17 day of December, 2013.


BETH WALSH ERIKSEN, Incorporator
510 Browning Terrace
Sebastian, FL 32958

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 617.0501, 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: BETH WALSH ERIKSEN, INC.
2. The name and address of the registered agent and office is:

LEE B. KIMBALL
510 Browning Terrace
Sebastian, FL 32958

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I 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.


LEE B. KIMBALL

12/17/2013
Date