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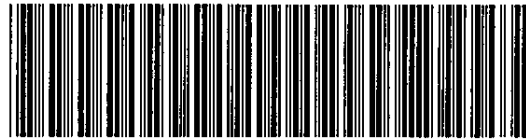
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TALLAHASSEE, FLORIDA

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MARIA C. FERRAO, ESQUIRE
MARIA C. FERRAO, P.A.
9975 TAMiami TRAIL, NORTH, SUITE 1
NAPLES, FL 34108

December 21, 2015

RE: YOUTH 4 ORPHANS, INC.

Dear Representative,

We are enclosing the Articles of Incorporation for the above referenced, prospective, Florida Not-For-Profit Corporation together with the filing fee of \$78.75 (comprising (1) Filing fee: \$35.00; (2) Registered Agent Designation Fee: \$35.00; and (3) Fee for Certified Copy: \$8.75) with this Cover Letter.

As noted in Article XIII (second paragraph), the effective date of this Not For Profit Corporation is January 1, 2016. The registered agent is Terry L. Hand. Please mail the Certificate to his address:

Attn: Terry L. Hand
2258 Campestre Terrace
Naples, FL 34119

Please call Maria C. Ferrao the Incorporator, at 239-600-5851 if you have any further questions. Thank you for your kind consideration in expediting this matter promptly.

Sincerely,



Maria C. Ferrao, Esquire

**ARTICLES OF INCORPORATION
OF
YOUTH 4 ORPHANS, INC.
(A Corporation Not-For-Profit)**

ARTICLE I

The name of the corporation (the "Corporation") is **YOUTH 4 ORPHANS, INC.**

ARTICLE II

The principal office or mailing address of the Corporation is 2258 Campestre Terrace, Naples, FL 34119.

ARTICLE III

Effective Date *Jan. 01, 2016*

The Corporation is organized exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law (the "Code") and is not formed for pecuniary profit or financial gain. The Corporation is authorized to perform any lawful act or activity for which a corporation not-for-profit may be formed under the Florida Not For Profit Corporation Act. Notwithstanding any other provisions of these Articles to the contrary, the Corporation shall not have or exercise any power which would cause it not to qualify as a tax-exempt organization under section 501(c)(3) of the Code; nor shall the Corporation engage directly or indirectly in any activity which would cause the loss of such qualification.

ARTICLE IV

The members of the Corporation shall consist of the individuals constituting the Board of Directors hereinafter provided, and their successors in office. The qualification for membership in the Corporation may be modified as provided in the Bylaws. However, the founding members are self-appointed, and shall have a life-time appointment as Directors. The founding members shall serve as initial Directors and shall also serve as successor Directors or until either of their resignations, or in the event of either of their death, disability, or removal for cause. The names and addresses of the persons who are to serve as the initial Directors until the first annual meeting of the Corporation or until their successors are elected are:

William W. Rowe	9792 Pennsylvania Avenue Bonita Springs, FL 34935
Thomas A. Tippet	8117 Lowbank Drive Naples, FL 34109
Madi Cona	2435 Butterfly Palm Naples, FL 34119

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Terry L. Hand
(Founding Member)

2258 Campestre Terrace
Naples, FL 34119

Jennifer Hand
(Founding Member)

2258 Campestre Terrace
Naples, FL 34119

ARTICLE VI

The officers and their manner of election shall be as provided in the Bylaws. The initial persons who are to serve as officers of the Corporation until the first meeting of the Board of Directors or until their successors are elected are:

President
Secretary
Treasurer

William W. Rowe
Madi Cona
Thomas A. Tippet

ARTICLE VII

The members of the Corporation shall have no vested right, interest or privilege of, in, or to the assets, functions, affairs or contracts of the Corporation, nor shall the members have any right, privilege, or interest which may be transferable, or inheritable, or which shall continue when membership ceases. Title to all property of the Corporation shall be held in the name of the Corporation or as otherwise may be provided pursuant to the authority of the Bylaws of the Corporation. Any gift, bequest, devise or donation of any kind whatsoever to the Corporation or its Board of Directors shall be deemed to vest title in the Corporation.

ARTICLE VIII

The name and address of the Corporation's registered agent of the Corporation is: Terry L. Hand 2258 Campestre Terrace, Naples, FL 34119.

ARTICLE IX

These Articles may be amended as provided in the Bylaws.

ARTICLE X

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed to one or more organizations qualified as exempt under section 501(c)(3) of the Code.

ARTICLE XI

The name and address of the incorporator is Maria C. Ferrao, Esq., 9975 Tamiami Trail, N. Ste., 1, Naples, FL 34108.

ARTICLE XII

Section 1. Prohibition on Private Inurement. Notwithstanding any other provision of these Articles to the contrary, no part of the net earnings, current or accumulated, or property of the Corporation shall inure to the benefit of, or be distributed to, any member (other than a member which is exempt from federal income tax under section 501(c)(3) of the Code), director, officer, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payment and distributions in furtherance of the purposes set forth in these Articles.

Section 2. Prohibition on Dividends. Notwithstanding any other provision of these Articles to the contrary, the Corporation shall not have the power to declare dividends.

Section 3. Limitation on Lobbying Activities. Notwithstanding any other provision of these Articles to the contrary, no substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation.

Section 4. Prohibition on Intervening in Political Campaigns. Notwithstanding any other provision of these Articles to the contrary, 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.

Section 5. Tax-Exempt Status. Notwithstanding any other provision of these Articles to the contrary, 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 Code, or (b) by a corporation, contributions to which are deductible under sections 170(c)(2), 2055(a)(2), and 2522(a)(2) of the Code.

ARTICLE XIII

The Corporation shall indemnify any officer, director or employee, or any former officer, director or former employee, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator, has hereunto set her hand and seal this 21 day of December, 2015, for the purpose of forming this Corporation not-for-profit, whose effective date is January 1, 2016, under the Florida Not For Profit Corporation Act.

By: M. Ferrao
MARIA C. FERRAO, Esq. Incorporator

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

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:

YOUTH 4 ORPHANS, INC.


2. The name and address of the registered agent and office is:

Terry L. Hand
2258 Campestre Terrace
Naples, FL 34119

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.

Dated: 12/21/2015

Terry L. Hand (as Registered Agent)

By: 
Terry L. Hand

