

N96000001045

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____
PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Guardian Angel, Inc No. 52504
FILED

96 FEB 27 AM 11:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<input type="checkbox"/> Capital Express	_____	_____
<input checked="" type="checkbox"/> Art. of Inc. File	_____	_____
<input type="checkbox"/> Corp. Record Search	_____	_____
<input type="checkbox"/> Ltd. Partnership File	_____	_____
<input type="checkbox"/> Foreign Corp. File	_____	_____
<input checked="" type="checkbox"/> () Cert. Copy(s)	_____	_____
<input type="checkbox"/> Art. of Amend. File	_____	_____
<input type="checkbox"/> Dissolution/Withdrawal	_____	_____
<input type="checkbox"/> C U S -	_____	_____
<input type="checkbox"/> Fictitious Name File	_____	_____
<input type="checkbox"/> Name Reservation	_____	_____
<input type="checkbox"/> Annual Report/Reinstatement	_____	_____
<input type="checkbox"/> Reg. Agent Service	_____	_____
<input type="checkbox"/> Document Filing	_____	_____
<input type="checkbox"/> Corporate KII	_____	_____
<input type="checkbox"/> Vehicle Search	_____	_____
<input type="checkbox"/> Driving Record	_____	_____
<input type="checkbox"/> Document Retrieval	_____	_____
<input type="checkbox"/> UCC 1 or 3 File	_____	_____
<input type="checkbox"/> UCC 11 Search	_____	_____
<input type="checkbox"/> UCC 11 Retrieval	_____	_____
<input type="checkbox"/> File No.'s, _____ Copies	_____	_____
<input type="checkbox"/> Courier Service	_____	_____
<input type="checkbox"/> Shipping/Handling	_____	_____
<input type="checkbox"/> Phone ()	_____	_____
<input type="checkbox"/> Top Priority	_____	_____
<input type="checkbox"/> Express Mail Prep.	_____	_____
<input type="checkbox"/> FAX () pgs.	_____	_____

200801725202
02/27/96 01046-024
****122.50 ****122.50

SUBTOTALS

FEE.....	_____
DISBURSED.....	_____
SURCHARGE.....	_____
TAX on corporate supplies.....	_____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

96 FEB 27 AM 10:12
DIVISION OF CORPORATION

PH 2/27/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	2/27/96	_____	_____
TIME	10:00P	_____	CK No. _____
BY	27	_____	_____

WALK-IN
Will Pick Up _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION

FILED

96 FEB 27 AM 11:45

Guardian Angel House, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be: Guardian Angel House, Inc.

ARTICLE II

Principal place of business and mailing address

The principal place of business of this corporation is 560 Duval Street NE, Palm Bay, FL 32907 and the mailing address of this corporation shall be: P. O. Box 500367, Malabar, FL 32950-0367.

ARTICLE III

Purposes

(1) The primary purpose for which this corporation is formed is to provide temporary housing for women in need of help to become self-supporting, healthy and whole members of society and exclusively for charitable purposes. Specifically, women who need rehabilitative programs in Drug and Alcohol Education, Nutrition Counseling, Spiritual Development, and Basic Job Training.

(2) The corporation may have and exercise all rights and powers conferred on nonprofit corporations under the laws of the State of Florida, or which may hereafter be conferred, including the power to contract, rent, buy, or sell personal or real property; provided, however, that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation.

(3) The corporation shall receive and maintain real and personal property, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for the primary charitable purpose described above either directly or by contributions to an organization or organizations with like purposes that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended

(4) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable

to, any Director, Officer, or member of the corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation, and reasonable expenses may be paid thereto, affecting one or more of the corporation's purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office, at any time.

(5) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(6) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(7) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(8) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(9) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(10) Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the Regulations as they now exist or as they may hereafter be amended.

(11) Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the primary purpose of the corporation in such manner, or to such

organization or organizations organized and operated for the primary purpose of the corporation as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the County or Circuit Court of the county in which the principle office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for the primary purpose of the corporation.

ARTICLE IV

Manner of election of directors

The number of directors shall be three or more and the method of election of the directors of the Corporation is set forth in the bylaws.

ARTICLE V

Limitation of corporate powers

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited elsewhere in these articles.

ARTICLE VI

Initial registered agent and street address

The name and the street address of the initial registered agent is: Suzanne Marois of 560 Duval St. NE, Palm Bay, FL 32907.

ARTICLE VII

Incorporators

The name(s) and the street address(es) of the incorporator(s) for these articles of incorporation is(are): Suzanne Marois of 560 Duval St. NE, Palm Bay, FL 32907.

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 26
day of February, 1996.

Signature(s) of Incorporator(s):

Suzanne M. Marois

Suzanne Marois, Incorporator

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Suzanne Marois personally known to me or who produced identification and who did take an oath.

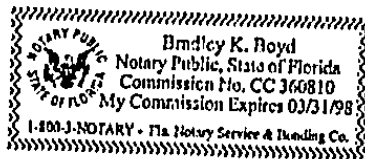
WITNESS my hand and official seal in the County and State last aforesaid this 26 day
of February, 1996.

Signature

Bradley K. Boyd
Print Name Bradley K. Boyd

NOTARY PUBLIC - State of FL

My Commission Expires:



CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

FILED

FEB 27 AM 11:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Desiring to organize as a corporation pursuant to the laws of the State of Florida, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida;

The name of the corporation is Guardian Angel House, Inc.

Suzanne Marois has agreed to be designated the corporation's Registered Agent to accept service of process within the State of Florida at the registered office located at 560 Duval Street NE, Palm Bay, FL 32907.

ACKNOWLEDGEMENT

Having been named as registered agent to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent and I am familiar with and accept the obligations of my position as registered agent.

Dated this 26th day of February, 1996.

Suzanne M. Marois
Suzanne Marois
Registered Agent