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TRANSMITTAL LETTER

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

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****122.50 ****122.50

SUBJECT: NATIONAL FUND - RAISING ASSOCIATION, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate
- \$122.50 Filing Fee & Certified Copy
- \$131.25 Filing Fee, Certified Copy & Certificate

FROM: ALLEN ADAMS
Name (Printed or typed)

4244 WEST TENNESSEE ST. SUITE #106
Address

TALLAHASSEE, FL. 32304
City, State & Zip

904-
Daytime Telephone number

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TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

National Fund-raising Association, Inc.

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation shall be:

National Fund-raising Association, Inc.

ARTICLE II

Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be:

National Fund-raising Association, Inc.
4244 West Tennessee Street, Suite 106
Tallahassee, Florida, 32304

ARTICLE III

Purposes

The specific purposes for which the corporation is organized are enumerated below.

The general nature of the business to be transacted and carried on by this corporation and its objects and purposes are to do any and all things hereinafter set out or provided and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon business corporations as fully and to the same extent as natural persons might or could do in all parts of the world, namely:

(1) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, consign, transfer or otherwise dispose of, and to invest in, trade in, deal in, and with, goods, wares, merchandise, real and personal property, and services of every class, kind, and

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descriptions except that it is not to conduct a banking, safe deposit, trust, insurance, surety, cargo, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition;

(2) To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and counties;

(3) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfer of corporate property, or other instruments to secure the payment of corporate indebtedness as required;

(4) To purchase the corporate assets of any other corporation and engage in the same and other character of business;

(5) To endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock;

(6) To become guarantor or surety for any other person, firm or corporation for any purpose or transaction whatsoever;

(7) To make gifts of its property or cash, either to charitable organizations or otherwise, when deemed in the interest of the company;

(8) To adopt such pension, profit sharing, stock option, and deferred compensation plans for officers, employees and directors and to grant such stock options to officers, employees, directors and others as the directors may deem to be in the interest of the company;

(9) To do all and everything necessary, suitable or proper for the accomplishment of any purposes or objects either alone or in association with other corporations, firms or individuals, to the same extent and as fully as natural persons might or could do as principals, agents, contractors, or otherwise;

(10) The foregoing shall be construed as both objects and powers. The enumeration of specific powers and purposes is not intended to restrict or limit in any way the powers or purposes of this corporation.

ARTICLE IV
Manner of election of directors

The manner in which the directors are elected or appointed is described in the by-laws of National Fund-raising Association, Inc.

ARTICLE V
Life

This corporation shall have perpetual existence.

ARTICLE VI
Limitation of corporate powers

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited are as follows:

N/A

ARTICLE VII
Initial registered agent and street address

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

Allen L. Adams, Sr.
4244 West Tennessee Street, Suite 106
Tallahassee, Florida 32304

ARTICLE VIII
Incorporators

The names and street addresses of the incorporators for these articles of incorporation are:

Allen L. Adams, Sr.	4244 West Tennessee Street, Suite 106 Tallahassee, Florida 32304
Chester G. Chentnik	4244 West Tennessee Street, Suite 106 Tallahassee, Florida 32304

The undersigned incorporators have executed these Articles of Incorporation this 5th day of December, 1996.

Signatures of Incorporators:

Allen L. Adams, Sr.

Allen L. Adams, Sr.

Chester G. Chentnik

Chester G. Chentnik

**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.

i. The name of the corporation is:

National Fund-raising Association, Inc.

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

Allen L. Adams, Sr.

4244 West Tennessee Street, Suite 106

Tallahassee, Florida 32304

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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 am familiar with and accept the obligations of my position as registered agent.

Allen L. Adams

December 5, 1996