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ARTICLES OF INCORPORATION

OF

Circle From the Heart, Inc.

A NON-PEOPT CORPORATION

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

ARTICLE I NAME

The Name of the Corporation shall be Circle From the Heart, INC. The name of the Corporation may be amended from time to time as provided for in the By-Laws of the Corporation.

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principle place of business of this corporation shall be:

9509 NW 240th Terrace, Alachua, FL

The mailing address of the corporation shall be:

9509 NW 240th Terrace, Alachua, FL

ARTICLE III DURATION

The duration of the Corporation shall be perpetual, unless sooner dissolved as provided for in the By-Laws of the Corporation. Corporate existence shall commence upon the filing of these.

Articles of Incorporation by the Department of State, State of Florida.

ARTICLE IV PURPOSE

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The general purposes for which this Corporation is initially authorized shall include:

- (a) the transaction of any or all lawful business for which a corporation may be incorporated under Florida Statutes, Chapter 617, and 15 not for profest.
- (b) any religious, charitable, scientific, literary, recreational, social and educational purposes within the meaning of section 501° of the Internal Revenue Code as amended. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501° of the Internal Revenue Code as amended, or shall be distributed to the Federal, State, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes.

ARTICLE V MANNER OF ELECTION OF DIRECTORS

The Directors of the corporation shall be elected as set forth in the By-Laws of the corporation. The officers of the corporation shall consist of a President, a Vice-President, a Secretary, and a Treasurer, all of whom shall serve as directors of the corporation. Additional directors shall be elected as set forth in the By-Laws of the Corporation.

ARTICLE VI LIMITATION OF CORPORATE POWERS

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

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a) Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501[®] of the Internal Revenue Code as amended, and no part of the net earnings of the corporation shall incur to the benefit of or be distributable to its members, directors, or officers; but the corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered and to make payments and distributions in

furtherance of its stated purposes.

b) The corporation shall be operated on a nonstock basis within the meaning of the

Florida Not For Profit Corporation Act and shall not have the power to issue shares of any type

or class of stock, but the corporation may issue membership certificates, if so provided in the By-

Laws of the corporation.

ARTICLE VII
INITIAL REGISTERED AGENT

The name and street address of the initial registered agent of the Corporation shall be:

Sallie Miller-House 9509 NW 240th Terrace Alachua, FL

ARTICLE VIII
INITIAL OFFICERS and INCORPORATOR

The names and street addresses of the initial Officers of the Corporation shall be:

President and Incorporator: Sallie Miller-House

9509 NW 240th Terrace

Alachua, FL

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Vice-President:

Sharon Weisman

12005 SW 99th Avenue

Gainesville, FL

Secretary

Laurie Tuefert P.O. Box 5328

Ocala, FL

Treasurer

Sallie Miller-House

9509 NW 240th Terrace

Alachua, FL ARTICLE IX AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the members and approved at a members meeting by a majority of the members entitled to vote thereon, unless all the directors and all of the members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

The undersigned incorporators have executed these Articles of Incorporation this 23 day

of October, 1997.

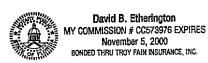
Sallie Miller-House Incorporator

STATE OF FLORIDA COUNTY OF ALACHUA

I HEREBY CERTIFY that on this date before me, an officer duly qualified to take acknowledgments, personally appeared Sallie Miller-House who is personally known to me, or has presented a driver's license, executed the foregoing instrument and acknowledged before me the execution of same.

WITNESS my hand and seal in the County and State last aforesaid, this 23 day of October, 1997.

Notary Public



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CERTIFICATE FOR DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted in compliance with said act:

That Circle From the Heart, INC, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Gainesville, County of Alachua, State of Florida, has named Sallie Miller-House 9509NW 240th Terrace Alachua, FL, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Sallie Miller-House Resident Agent

State of Florida County of Alachua

The foregoing instrument was acknowledged before me this 25 day of October, 1997, by Sallie Miller-House who has produced a drivers license as identification and did take an oath.

Notary Publi

David B. Etherington
MY COMMISSION # CC573976 EXPIRES
November 5, 2000
BONDED THEU TROY FAIN INSURANCE, INC.

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SECRETARY OF STATE
ASSECRETARY OF STATE