1000002613 TRANSMITTAL LETTER

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

300002509863--05/04/98--01090--019 ****131.25 ****131.25

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

\$131.25

Filing Fee

Filing Fee,

& Certified Copy

Certified Copy

& Certificate

ADDITIONAL COPY REQUIRED

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

ARTICLES OF INCORPORATION

ARTICLE I NAME

The name of the corporation shall be "Helping Hands for the Sorrowful, Inc."

ARTICLE II PRINCIPAL OFFICE

The principal office of the corporation shall be located at 13840 72nd Court North, West Palm Beach, FL 33412.

ARTICLE III PURPOSE(S)

The Corporation is organized exclusively for charitable purposes. The primary purpose of the corporation shall be to solicit contributions from the general public for the benefit of the poor in Cap-Haitian, Haiti. The donations will be directed for the purchase of food to be distributed to the poor, and the maintenance of the warehouse/kitchen facility including staff expenses related to the preparation and distribution of food and security of the physical premises. The initial goal is to provide one meal per day for up to of the poor in Cap-Haitian.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The Board of Directors of the Corporation shall consist of not less than three, nor more than twelve Directors, the exact number of Directors within such minimum and maximum limits to be fixed and determined from time to time by resolution of a majority of the full Board of Directors at any regular or special meeting thereof. The initial makeup of the Board shall be by appointment by the Incorporator. The term of the Directors shall be one year. Unless otherwise provided by the laws of the United States and the State of Florida, any vacancy in the Board of Directors for any reason, including an increase in the number thereof, may be filled by action of the Board of Directors.

ARTICLE V COMPENSATION OF OFFICERS AND DIRECTORS & PERMISSIBLE ACTIVITIES

There will be no compensation for the Corporation's officers or directors. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its officers, directors or other private persons, except that the corporation shall be authorized to make payments and distributions in furtherance of the of the purposes set forth in ARTICLE III hereof. 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (c) by a charitable corporation under Chapter 496, Florida Statutes or the corresponding section of any future Florida Statutes code.

ARTICLE VI DISSOLUTION OF THE CORPORATION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any federal tax code. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial registered agent of the Corporation shall be:

Ketty Alcee 13840 72nd Court North West Palm Beach, FL 33412

ARTICLE VIII INCORPORATOR

The incorporator is:

Ketty Alcee 13840 72nd Court North West Palm Beach, FL 33412

Signature/Incorporator

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.

Signature/Registered Agent

Date