N98000002889

May 18, 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 14 AM 10: 11

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

SUBJECT: HOLIDAY HOPE, INC.

Enclosed is an original and one copy of the articles of incorporation as retyped per your request for this non-profit corporation. We request this corporation be backdated to February 14, 1997. Please apply the corporation renewel fee already paid for 1998 towards the fee for these articles. Also, we respectfully request a refund for any fees paid prior by this corporation, in excess of any amounts now due.

Holiday Hope, Inc.
330 N.E. 3rd Ave.
Williston, FL 32696
(352) 528-2933

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If you need any further information, please contact me at the above number, or Sharon C. Brannan, CPA at (352) 528-6558. requested letter to be returned to her.

Sincerely,

Fred Lang

Fred Lang

(old doc. # P97-15573) originally filed in error as part nonprofit & part profit, new articles were filed and assigned new number on 5/20/98 with original file date see old # for fiscal information

Completed refund app. for overpayment of AR + 35.00 sent for an amendment. 5/20/98

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 21, 1998

SHARON C. BRANNAN, CPA
116 NE 6TH AVE
WILLISTON, FL 32696

SUBJECT: HOLIDAY HOPE, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT corporation. Please be advised, we have corrected our records to reflect this corporation as a NON PROFIT corporation and assigned new document number N98000002889 with the original file date of February 14, 1997.

Any annual reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,
Bobbie Cox
Senior Corporate Section Administrator
New Filings Section

Letter number: 598A00028371

ARTICLES OF INCORPORATION
OF
HOLIDAY HOPE, INC.

ARTICLE I. NAME

The name of the corporation shall be Holiday Hope, Inc.

ARTICLE II. ADDRESS

The principal place of business and mailing address of the corporation shall be
330 N.E. 3rd Ave. Williston, FL 32696.

ARTICLE III. PURPOSE

The general nature of the business to be conducted by said Corporation shall be and is as follows:

- Holiday Hope, Inc., a **not-for-profit organization**, collects donations of cash and toys to distribute to needy families at holiday time.

In general, and in addition to the foregoing, this corporation can conduct any and all lawful business for which corporations may be organized under the laws of the State of Florida.

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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.

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Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of shall be disposed of by the Court of common Pleas of the county in which the principal office of the organization 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 IV. DURATION

The period of duration of this corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon filing with the Secretary of State.

ARTICLE V. INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial registered office of this corporation is 330 N.E. 3rd Ave. Williston, FL 32696 and the name of the initial registered agent of this corporation at that address is Fred Lang.

ARTICLE VI. INCORPORATORS

The name and address of the incorporators are:

NAME	ADDRESS
Fred Lang	330 N.E. 3rd Ave. Williston, FL 32696
Pat Alexander	6151 S.E. 150th Ave. Morriston, FL 32668

ARTICLE VII. DIRECTORS

The corporation shall have five directors initially. The number of directors may be increased or decreased from time to time, in accordance with by-laws adopted by the Board of Directors, provided, that the corporation shall always have the minimum number of directors required by law. The method of election and resignation of directors and officers shall be so stated in the by-laws adopted by the corporation.

ARTICLE VIII. INITIAL DIRECTORS

The names and addresses of the members of the first Board of Directors are:

NAME	ADDRESS
Fred Lang	330 N.E. 3rd Ave. Williston, FL 32696
Pat Alexander	6151 S.E. 150th Ave. Morriston, FL 32668
Jean Bain	16030 N.E. 3rd Place Williston, FL 32696
Marlene Marshall	265 W. Country Club Drive Williston, FL 32696
Debra Jones	547 N.W. 2nd Ave. Williston, FL 32696

ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be by majority vote of the Board of Directors.

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be by the Board of Directors, and approved at a Board of Directors meeting by a majority of the Board.

The undersigned incorporators have executed these Articles of Incorporation this 11TH day of FEBRUARY, 1997.

Fred Lang

Patricia M Alexander

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CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

1. The name of the corporation Holiday Hope, Inc.

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

Fred Lang
330 N.E. 3rd Ave.
Williston, FL 32696

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.

Fred M Lang
FRED LANG

2/11/97
DATE