

Low Offices

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Anthony J. Gargano

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*****78.75 *****78.75

November 8, 1999

Secretary of State
Division of Corporations
Post Office Box 6237
Tallahassee, Florida 32314

FILED
99 NOV 10 PM 12:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**RE: Articles of Incorporation for
Forever Hope, Inc.**

Dear Madam:

I have enclosed one (1) original and one (1) copy of the Articles of Incorporation of Forever Hope, Inc. I have also enclosed a check made payable to the Secretary of State in payment of your required fees as follows:

Filing Fee:	35.00
Registered Agent Filing Fee:	35.00
Certified Copy Fee:	8.75

TOTAL: \$ 78.75

After the Articles have been filed, please furnish me with a certified copy. Thank you for your cooperation and assistance.

Sincerely,

GARGANO & MARCHEWKA, L.L.P.

Anthony J. Gargano

Anthony J. Gargano

AJG:rds
enclosures
cc: client

11/12
Informed client by letter of
Correction on Cert. of Des. Page
Changed 607.0505 to 617.0505
to comply with non profit filing.
Sgt

S. Thompson NOV 12 1999

ARTICLES OF INCORPORATION
OF

FOREVER HOPE, INC.

A NON-PROFIT CORPORATION

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the **State of Florida**, adopt the following Articles of Incorporation:

1. The name of this corporation is **Forever Hope, Inc.**
2. The initial principal office and mailing address of this corporation is:

1549 Poinciana Avenue, Fort Myers, Florida 33901.
3. The purposes for which this corporation is organized are:

To provide assistance to persons who are mentally ill, physically handicapped, elderly, or homeless.

4. This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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.

5. The manner in which the board of directors will be elected or appointed is: the initial board will be appointed for a period of up to sixty days after incorporation, then a general meeting will take place and a new board will be elected according to the corporation by-laws.

6. The name(s) and address(es) of the initial registered agent of this corporation is (are):

Louis Tarantino 1549 Poinciana Avenue, Ft Myers FL 33901

7. The name and address of the incorporator to these Articles of Incorporation are:

Louis Tarantino 1549 Poinciana Avenue, Ft Myers FL 33901

8. The classes, rights, privileges, qualifications, and obligations of members of this corporation are as follows: This corporation shall have one class of membership. Any person shall be qualified to become a member upon payment of the initial dues, if any, fixed by the board of directors and shall continue as a member upon paying the annual dues, if any, fixed by the board of directors. The method and time of payment of dues shall be determined, and may be changed, from time to time, by the board of directors.

Additional provisions specifying the rights and obligations of members shall be contained in the By-laws of this corporation pursuant to, and in accordance with, the laws of this state.

9. Any additional provisions for the operation of the corporation are as follows:

9.1. Upon the dissolution of this corporation, its assets remaining after payment, or provisions for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

9.2. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

9.3. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation 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 these Articles.

9.4. Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

9.5. In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

10. The period of existence and/or duration of this non-profit corporation are perpetual.

11. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right

conferred upon the shareholders is subject to this reservation.

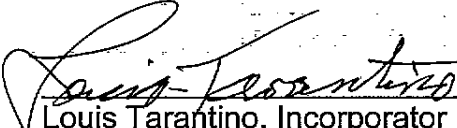
12. The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the bylaws must be approved by a majority of the shareholders.

13. A majority of all the directors of the corporation shall constitute a quorum at a meeting of the directors. If a quorum is present, the affirmative vote of a majority of all of the directors of the corporation shall be an act of the Board of Directors.

14. Any action of the Board of Directors may be taken without a meeting, if consent in writing setting forth the action so taken signed by all of the persons who are entitled to vote on such action at a meeting is filed with the secretary of the corporation as part of the corporate records.

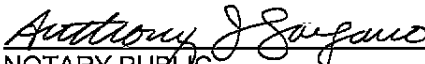
15. The corporation shall indemnify each officer, director, incorporator and registered agent including former officers, directors, incorporators, and registered agent to the full extent permitted by law.

The undersigned incorporator hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.


Louis Tarantino, Incorporator

STATE OF FLORIDA }
 }
COUNTY OF LEE }

The foregoing instrument was acknowledged before me this October 25, 1999 by Louis Tarantino, who is personally known to me or produced N/A as identification and who did/did not take an oath.


NOTARY PUBLIC
Anthony J. Gargano
Printed Name

My Commission Expires: ANTHONY J. GARGANO
Notary Public, State of Florida
My comm. exp. Nov. 11, 2002
Comm. No. CC789970

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

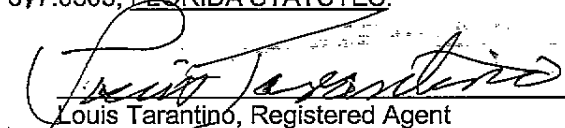
Pursuant to the provisions of Florida law the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is **Forever Hope, Inc.**
2. The name and address of the registered agent is: **Louis Tarantino.**
3. The address of the registered office of the Corporation is: 1549 Poinciana Avenue, Fort Myers, Florida 33901.


Louis Tarantino, Incorporator

October 25, 1999.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 677.0505, FLORIDA STATUTES.


Louis Tarantino, Registered Agent
October 25, 1999

FILED
99 NOV 10 PM 12:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA