

PAUL J. GUILFOIL, P.A.

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Paul J. Guilfoil
Attorney at Law

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March 27, 2001

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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*****78.50 *****78.50

RE: I HAVE A FUTURE FOUNDATION, INC.

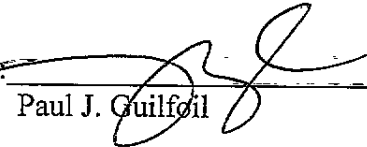
Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Incorporation for the above referenced proposed Florida corporation. Also enclosed is a check in the amount of \$78.50, representing the fees for filing and registered agent designation, as well as a Certificate.

Thank you for your prompt attention to this matter.

Sincerely,

PAUL J. GUILFOIL, P.A.

By: 
Paul J. Guilfoil

/tlw
Enclosures

pc: Michael Couch w/o encl.
Gary Licquia w/o encl.
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F. GILSON

APR 4 2000

**ARTICLES OF INCORPORATION
OF
I HAVE A FUTURE FOUNDATION, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLE I

Name

The name of this Corporation shall be I HAVE A FUTURE FOUNDATION, INC.

ARTICLE II

Nature of Business

This Corporation may engage or transact in any activity or business permitted under the laws of the United States of America, of the State of Florida, or any other state, county, territory, or nation.

ARTICLE III

Capital Stock

The total number of shares of capital stock authorized to be issued by the Corporation shall be Seven Thousand Five Hundred (7,500) shares having no par value common per share. All stock when issued shall be paid for and shall be non-assessable.

ARTICLE IV

Existence of Corporation

This Corporation shall have perpetual existence.

ARTICLE V

Beginning of Corporate Existence

The effective date of this Corporation shall be the date these Articles of Incorporation are received and filed of record with the Secretary of State.

ARTICLE VI

Principal Office

The initial street address in this state of the principal office of this Corporation shall be located at 1830 Southeast 13th Street, Ocala, Florida 34471-4135. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

Board of Directors

This Corporation shall have not less than two (2) Directors, initially. The number of Directors may be increased or decreased from time to time, by By-Laws adopted by the shareholders, but shall never be less than one (1) Director.

ARTICLE VIII

Initial Directors

The name(s) and street address(es) of the members of the first Board of Directors are:

MICHAEL A. COUCH, 1830 Southeast 13th Street, Ocala, Florida 34471-4135
GARY LICQUIA, 1830 Southeast 13th Street, Ocala, Florida 34471-4135

ARTICLE IX

Subscriber

The name and address of the subscriber to these Articles of Incorporation are:

MICHAEL A. COUCH, 1830 Southeast 13th Street, Ocala, Florida 34471-4135
GARY LICQUIA, 1830 Southeast 13th Street, Ocala, Florida 34471-4135

ARTICLE X

Officers

The names and addresses of the Officers of this Corporation are:

President, MICHAEL A. COUCH, 1830 SE 13th Street, Ocala, Florida 34471-4135
Vice-President, GARY LICQUIA, 1830 SE 13th Street, Ocala, Florida 34471-4135

ARTICLE XI

Amendment

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 Shareholders, and approved at a Shareholder's meeting by a majority of the shares entitled to vote thereon, unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain Amendment of these Articles of Incorporation be made.

ARTICLE XII

Limitation of Corporate Powers

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes or the corresponding section of any future Florida Statute, unless limited as follows:

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the 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 Article II hereof. No substantial part of the activities of the corporation shall be the carrying on or propaganda, or otherwise attempting to influence legislation, and the 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. Notwithstanding any other provision of these Articles,

the corporation shall not carry on any other activities not permitted to be carried on by (a) 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 tax code.

ARTICLE XIII

Dissolution


Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(3)(c) of the Internal Revenue Code, or the corresponding section of any future 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 so dispensed 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 XIV

Registered Agent and Registered Office

The name and address of the Registered Agent and the Registered Office to accept service of process within the State of Florida are: PAUL J. GUILFOIL, ESQ., 23 Southeast Twelfth Terrace, Ocala, Florida 34471.

IN WITNESS WHEREOF, WE, MICHAEL A. COUCH, and GARY LICQUIA, the undersigned, have executed these Articles of Incorporation for the uses and purposes therein stated this 22nd day of March, 2001.

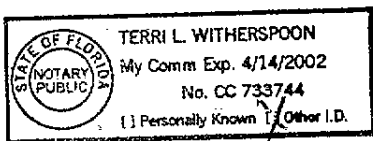

MICHAEL A. COUCH


GARY LICQUIA

STATE OF FLORIDA
COUNTY OF MARION

BEFORE ME, the undersigned authority, personally appeared MICHAEL A. COUCH, and GARY LICQUIA, to me well known to be the persons described in or who produced Florida Driver's License Nos. C 200-541-48-290-0 and L 200-285-47-122-0, respectively, as identification, and who signed the foregoing Articles of Incorporation, and they acknowledged to me that they executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal this 22nd day of March, 2001.




Notary Public

State of Florida at Large
My Commission Expires:

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That I HAVE A FUTURE FOUNDATION, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Ocala, County of Marion, State of Florida, has named PAUL J. GUILFOIL, ESQ., located at 23 Southeast Twelfth Terrace, Ocala, Florida 34471, County of Marion, State of Florida, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

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.

Dated: _____

3/23/01



PAUL J. GUILFOIL, ESQ.