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F. G. BAKER NOV 13

TRANSMITTAL LETTER

TO: Department of State
Division of Corporations
409 E. Gaines St
Tallahassee, Florida 32399
(850) 245-6052

SUBJECT: Articles of Incorporation for **LET'S MAKE A
DIFFERENCE, INC.**

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of \$ 78.75.

 11/5/02
FROM: CHRIS A. McMAHON-BERNATAVITZ **DATE**
1519 ADRIATIC DR
OCOEE, FL 34761
(407) 521-5454

NOTE: PLEASE USE ENCLOSED OVERNITE RETURN ENVELOPE

ARTICLES OF INCORPORATION

of

LET'S MAKE A DIFFERENCE, INC.

The undersigned hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I: NAME

The name of this corporation shall be:

LET'S MAKE A DIFFERENCE, INC.

ARTICLE II: ADDRESS

The initial post office address of the principal office of this Florida corporation is:

LET'S MAKE A DIFFERENCE, INC.
1519 ADRIATIC DR
OCOE, FL 34761

ARTICLE III: PURPOSE

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV: CAPITAL

The amount of capital with which this corporation will begin business shall not be less than Five Hundred Dollars (\$500).

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ARTICLE V: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock, par value \$1 per share.

ARTICLE VI: PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this corporation, shall have the right to purchase his/her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. Every shareholder will also have the right of first refusal upon the offer for sale of existing shares of stock.

ARTICLE VII: DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles of Incorporation, unless sooner dissolved according to law.

ARTICLE VIII: DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but there shall never be less than one director nor more than five. The name and address of the initial director is:

CHRIS A. McMAHON-BERNATAVITZ
1519 ADRIATIC DR
OCOE, FL 34761

ARTICLE IX: AGENT

Pursuant to Section 607-034, Florida Statutes, the name and address of the Initial Registered Agent of this corporation is:

CHRIS A. McMAHON-BERNATAVITZ
1519 ADRIATIC DR
OCOE, FL 34761

ARTICLE X: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

CHRIS A. McMAHON-BERNATAVITZ
1519 ADRIATIC DR
OCOE, FL 34761

ARTICLE XI: INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director to the full extent provided by law.

ARTICLE XII: AMENDMENT

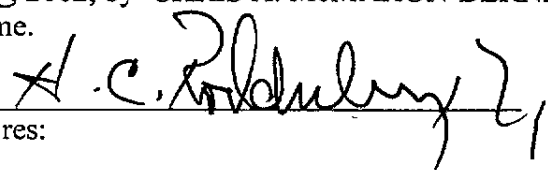
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

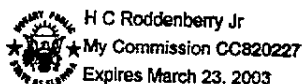
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 5TH day of NOVEMBER, 2002.


Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 5TH day of NOVEMBER, 2002, by CHRIS A. McMAHON-BERNATAVITZ, who is personally known to me.

NOTARY PUBLIC 
My Commission Expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, 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: **LET'S MAKE A DIFFERENCE, INC.**
2. The name and address of the registered agent and office is:

CHRIS A. McMAHON-BERNATAVITZ
1519 ADRIATIC DR
OCOE, FL 34761

SIGNATURE: _____

(CORPORATE OFFICER)

TITLE: _____

DATE: _____

President
NOV. 5, 2002

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TALLAHASSEE, FLORIDA
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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: _____

DATE: _____

Chris A. McMahon-Bernatavitz
Nov. 5, 2002