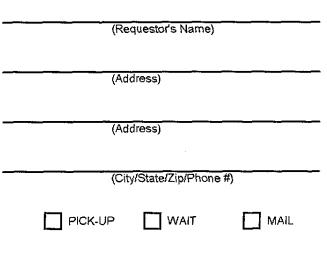
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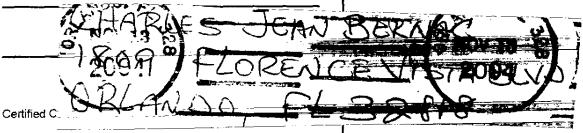




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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

December 28, 2004

CHARLES J. BERNAC 1809 FLORENCE VISTA BLVD ORLANDO, FL 32818

SUBJECT: SUNRISE HEALTH ORGANIZATION, INC.

Ref. Number: W04000042513

We have received your document for SUNRISE HEALTH ORGANIZATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please accept our apology for failing to mention this in our previous letter.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Cynthia Blalock Document Specialist New Filings Section

Letter Number: 504A00065788

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ARTICLES OF INCORPORATION

GEGRETARY OF STATE

OF

SUNRISE HEALTH ORGANIZATION, INC.

A NON-PROFIT CORPORATION

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:

ONE: The name and address of this corporation are: SUNRISE HEALTH ORGANIZATION, INC at 1809 FLORENCE VISTA BLVD, ORLANDO, FL 32818.

TWO: The name and address of the registered agent of this corporation are:

CHARLES JEAN BERNAC.

1809 FLORENCE VISTA BLVD.

ORLANDO, FL 32818.

THREE: The specific purposes for which this corporation is organized are dedication to improve the health and well being of children and families in need not only in Orlando, FL but also throughout Haiti and elsewhere. To use a fully integrated system of bio-psychosocial healthcare, social services, nutrition services, and clothes. SUNRISE HEALTH ORGANIZATION, INC wants to be a medical home specialized care that is adapted to the physical and psychosocial needs of the children while its mission is to bring a sense of hope to people here and those of small communities in Haiti through health, education, and provision of high quality medical care.

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.

FOUR: The number of initial directors of this corporation is THREE. Their names and address are as follows:

CHARLES JEAN BERNAC.

1809 FLORENCE VISTA BLVD.

ORLANDO, FLORIDA 32818.

HAROLD CHARLES.

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RUE MR. LATORTUE, IMPASSE CHERY # 17.

MUSSEAU, HAITI (W.I).

DOCTOR, SABINE CHARLES

RUE MR. LATORTUE, IMPASSE CHERY # 17

MUSSEAU, HAITI (W.I).

FIVE: The name(s) and address(es) of the incorporator(s) of this corporation is (are):

CHARLES JEAN BERNAC.

1809 FLORENCE VISTA BLVD.

ORLANDO, FLORIDA 32818.

HAROLD CHARLES.

RUE MR. LATORTUE, IMPASSE CHERY # 17.

MUSSEAU, HAITI (W.I).

SIX: The period of duration of this corporation is perpetual.

SEVEN: 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 Bylaws of this corporation pursuant to, and in accordance with, the laws of this state. And, also the directors of the corporation will be appointed by the chairman of the corporation.

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

Upon the dissolution of this corporation, its assets remaining after payment, or provision 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.

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.

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.

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 a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

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.

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

Dated: November 5, 2004

CHARLES JEAN BERNAC, Incorporator

HAROLD CHARLES, Incorporator

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE AND ACKNOWLEDGEMENT OF SUNRISE HEALTH ORGANIZATION, INC

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation desiring to organize under the State of Florida with its registered office as indicated in the articles of Incorporation at:

1809 FLORENCE VISTA BLVD Orlando, FL 32818

Has named: CHARLES, JEAN BERNAC, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

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 provisions of Florida law in keeping open said office.

(Registered Agent) SSEE 1 8: 5