

P01000122407

P. O. Box 4412
Jacksonville, FL 32201

Secretary of State
Division of Corporation
P. O. Box 6327
Tallahassee, FL 32314

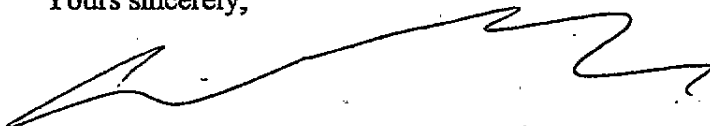
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-12/28/01--01085--004
****122.50 ****78.75

Dear Sirs:

Re: Eager to Help, Inc

Please find enclosed, original and copy articles for the above referenced proposed company. Also enclosed is a check in the amount of \$122.50 to cover the fees for filing and certification.

Yours sincerely,



Clayton G. Roach

FILED
01 DEC 28 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12-31-01
WV

ARTICLES OF INCORPORATION
Of
Eager to Help Inc.

FILED
01 DEC 28 PM 2:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The Undersigned, acting as incorporator of a Corporation pursuant to chapter 617 Florida Statutes, adopt the following Articles of Incorporation of such corporation:

ARTICLE I

The name of the corporation shall be Eager to Help, Inc.

The principal place of business of this corporation shall be 11050 Harts Road #2003, Jacksonville, FL 32218.

ARTICLE II

The period of the duration of this corporation is perpetual unless dissolved according in law.

ARTICLE III

The purposes for which the corporation is organized are:

- (a) To provide to the underprivileged and physically or mentally disabled community any and all types of assistance and support.
- (b) To achieve certain educational and charitable objectives within the targeted neighborhoods, including, but not limited to the following: Crime prevention, community organization; residential rehabilitation and development; historical preservation and restoration of designated structures commercial development and revitalization; obtaining municipal improvements and services; securing better police protection and police-citizen relations creating job; obtaining financial assistance for business persons and resident, including reasonable credit for the purchase of property, and other goods and services securing increased health services and improved facilities and access; obtaining justice, equal rights, and equal opportunities for all citizens; improving and developing educational and recreational facilities and programs; providing social services and counseling and developing other services and facilities designed to benefit the community, in general;
- (c) To provide facilities, personnel and funds in order to achieve, and to assist public agencies and other private non-profit agencies to achieve the purposes of the corporation by making grants or loans or part of the funds of property of the corporation, with or without interest;
- (d) To receive any real or personal property by gift, grant, devise, or bequest from any individual, foundation, corporation, either public or private, or governmental instrumentality, in support of the general purposes of the corporation and to administer such property for the purposes of the corporation;

- (e) To make grants, gifts, payments, contributions in money or otherwise, for use exclusively of religious, charitable, scientific, literary, civic or educational purposes, or for the prevention of cruelty to children or to animals, or to assist such purposes in any other manner;
- (f) To do any and all other lawful things in furtherance of the foregoing charitable and educational purposes which may be permitted under Section 501©(3) of the Internal Revenue Code; and
- (g) To do whatever is deemed necessary, useful, or conducive, directly or indirectly, to carry out any of the purposes of the corporation and to exercise all other authority enjoyed by corporations generally by virtue of the provisions of Chapter 617, Florida Statutes.

ARTICLE IV

The qualifications of members and the manner of their admission are to be provided for in the corporation's by-laws.

ARTICLE V

The number constituting the initial Board of Directors is five (5), and the names and addresses of the persons who are to serve are:

- | | |
|--|---|
| 1. Arphine G. Harris
11050 Harts Road #2003
Jacksonville, FL 32218 | 4. Felicia Johnson
11050 Harts Road #2003
Jacksonville, FL 32218 |
| 2. Russell Harris
11050 Harts Road #2003
Jacksonville, FL 32218 | 5. John Smallwood
10649 Wake Forest Avenue
Jacksonville, FL 32218 |
| 3. Isaiah Johnson
11050 Harts Road #2003
Jacksonville, FL 32218 | |

ARTICLE VI

This corporation is organized under a non-stock basis.

ARTICLE VII

The By-laws of this corporation shall be adopted by the first Board of Directors, which By-laws may be altered, amended, modified or repealed in the manner set forth in the By-laws.

ARTICLE VIII

The corporation reserves the right to amend or repeal any of the provisions contained in these Articles to Incorporation or any amendments hereto. The Board of Directors shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of Members entitled to vote on the proposed amendment, which may be either an annual or special meeting. Written notice setting forth the proposed amendment, or a summary of changes to be effected by the amendment must be given to each Member in the same manner as notice of the meeting. Such amendment shall require the assent of a majority of voting Members.

ARTICLE IX

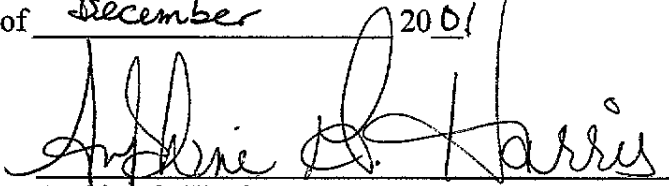
In the event of dissolution, the residual assets to the organization will be turned over to one to or more organizations which themselves are exempt as organizations described in Section 501©(3) and 1709©(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or the Federal, State, or Local Government for Exclusive public purpose.

ARTICLE X

The name and address of the incorporator is:

1. Arphine G. Harris
11050 Harts Road
Jacksonville, FL 32218

In witness whereof, the undersigned incorporators has executed these articles of Incorporation this 5 day of December 2001


Arphine G. Harris

Certificate of Designation
Registered Agent/ Registered Office

Pursuant to the provisions of Chapter 617 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: Eager to Help, Inc.
2. The name and address of the registered agent and office is:

Arphine G. Harris
11050 Harts Road #2003
Jacksonville, FL 32218

SIGNATURE: _____
TITLE: _____
DATE: _____

01 DEC 28 PM 2:10
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Arphine G. Harris
Arphine G. Harris

DATE 12/5/2001

Sworn and acknowledged before me this 5TH day of Dec., 2001

State of Florida
County of Duval

Notary Republic John B. Smallwood
My Commission Expires 4/20/2003

