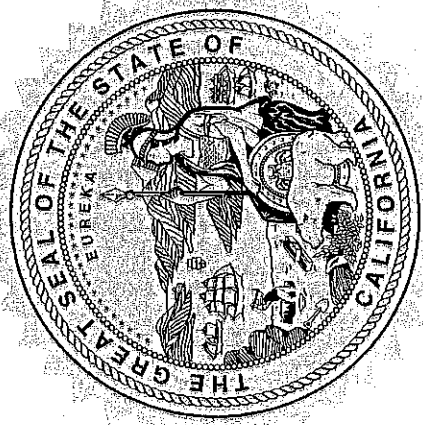


SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of



NOV 16 2004

Kevin Shelley
Secretary of State

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

NOV 16 2004

KEVIN SHELLEY
Secretary of State

ARTICLES OF INCORPORATION

FOR

SPIRIT OF SHARING

A CALIFORNIA PUBLIC BENEFIT CORPORATION

I.

NAME

The name of this corporation is Spirit of Sharing.

II.

PURPOSE

A. This corporation is a nonprofit PUBLIC BENEFIT CORPORATION and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation law for charitable purposes.

B. The specific purpose for which this corporation is organized is to provide a vast array of charitable services and charitable contributions including, but not limited to, donations, scholarships, or grants to individuals or organizations.

III.

AGENT FOR SERVICE OF PROCESS

The name and address in the State of California of this corporation's initial agent for service of process is:

Name: Wendy Williams

Address: Transcontinental Management, Inc.
3355 Mission Avenue, Suite 111
Oceanside, California 92054-1327

IV.

- A. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3), of the Internal Revenue Code.
- B. Notwithstanding any other provisions of these Articles, the 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.
- C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

V.

CORPORATE PROPERTY

The property of this corporation is irrevocably dedicated to charitable purposes meeting the requirements of Section 214 of the California Revenue and Taxation Code and no part of the net income or assets of the corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes meeting the requirements of Section 214 of the California Revenue and Taxation Code and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

VI.

DIRECTORS ^{initial}

The name and address of the person appointed to act as the sole director for this nonprofit corporation is:

Name: Craig Campbell
Address: Transcontinental Management, Inc.
3355 Mission Avenue, Suite 111
Oceanside, California 92054-7942.

Date: 11-12-04

Craig Campbell Director

Craig Campbell, Director

I declare that I am the person who executed the foregoing Articles of Incorporation and said instrument is my act and deed.

Executed this 11th day of November 2004 in Oceanside, California.

Craig Campbell
Craig Campbell

