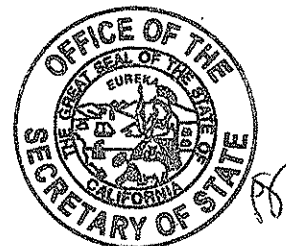
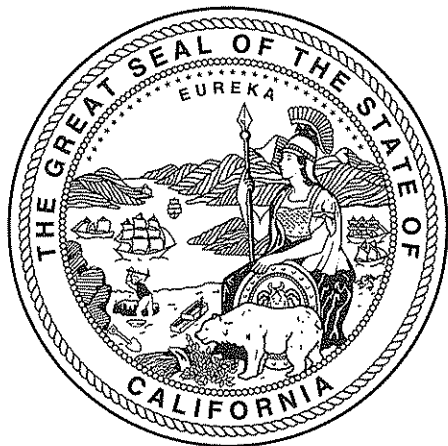


State of California
Secretary of State



I, DEBRA BOWEN, 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

AUG 04 2009

Debra Bowen

DEBRA BOWEN
Secretary of State

JUL 27 2009

ARTICLES OF INCORPORATION
OF
SWEETHEARTS FOR SOLDIERS

A CALIFORNIA PUBLIC BENEFIT CORPORATION

Article I

The name of this corporation is Sweethearts for Soldiers.

Article II

- 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 public and charitable purposes.
- B. The specific purposes for which this corporation is organized are to provide American Troops entertainment and care packages with an annual charity calendar.

Article III

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

Tonya R. Helman
4948 Voltaire Street, Suite 1
San Diego, CA 92107

Article IV

- A. This corporation is organized and operated exclusively for charitable purposes within the meaning of Internal Revenue Code Section 501(c)(3).
- B. 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.

Article V

- A. The property of this Corporation is irrevocably dedicated to public and charitable purposes. No part of the net income or assets of this Corporation shall ever inure to the benefit of its directors or officers, or to the benefit of any private person, except that this Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article II hereof.

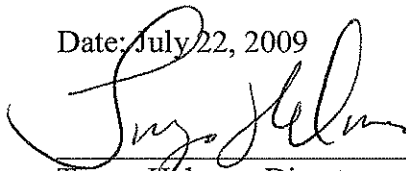
- B. Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for public and charitable purposes and which has established its tax-exempt status under Internal Revenue Code Section 501(c)(3).

Article VI

The names and address of the persons appointed to act as the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Tonya R. Helman	4948 Voltaire Street, Ste. 1 San Diego, CA 92107
Bari Yonkers	4948 Voltaire Street, Ste. 1 San Diego, CA 92107
Donald Wells	714 9th Street SE, Apt. 3 Washington, DC 20003


Date: July 22, 2009



Tonya Helman, Director



Bari Yonkers, Director



Donald Wells, Director

We, the above-mentioned initial directors of this Corporation, hereby declare that we are the persons who executed the foregoing Articles of Incorporation, which instrument is our act and deed.

Suzanne Allman, Director
Bart Yorkers, Director
Donald Walls, Director

