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TALLAHASSEE, FLORIDA

FLORIDA NON-PROFIT CORPORATION

Formula Smiles, Inc.

Certificate of Status	0
Certified Copy	1
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TS 7/25/03

**ARTICLES OF INCORPORATION
OF
FORMULA SMILES, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation will be Formula Smiles, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The street address of the principal place of business and the mailing address of this corporation will be: 12471 SW 21 Lane, Miami, Florida 33175, Attn. Alberto Naon.

**ARTICLE III
PURPOSES**

The specific purpose for which this corporation is formed is to provide financial and other assistance to disadvantaged Columbian children, and to do any other act or thing incidental to or in connection with or in advancement of this purpose, but not for the pecuniary profit or financial gain of the corporation's directors or officers.

**ARTICLES IV
INITIAL DIRECTORS**

The names and addresses of the initial directors of this corporation are:

Connie Freydell
8475 NW 29 St.
Miami, FL 33122

Pablo Montoya
4436 NW Doral Ct.
Miami, FL 33178

James McLean
Nine Island Ave., Suite 401
Miami Beach, FL 33139

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- 2 -

**ARTICLE V
MANNER OF ELECTION OF DIRECTORS**

The method of election of directors of this corporation will be stated in the corporation's bylaws.

**ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and street address of the initial registered agent of this corporation is: Alberto Naon, Esq., 12471 SW 21 Lane, Miami, Florida 33175.

**ARTICLE VII
INCORPORATOR**

The name and address of the incorporator of this corporation is: Sharon M. Kelly, One M & T Plaza Suite 2000, Buffalo, New York 14203.

**ARTICLE VIII
ORGANIZATION FOR CHARITABLE PURPOSES**

(1) This corporation is organized exclusively for charitable purposes as specified in Section 501(c)(3) of the Internal Revenue Code, and will not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or any successor section, or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or any successor section.

(2) No part of the net earnings of this corporation will inure to the benefit of any director or officer of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no director or officer of the corporation or any private individual will be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

(3) No substantial part of the activities of the corporation will be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code Section 501(h)), nor will the corporation participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

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**ARTICLE IX
DISSOLUTION**

Upon liquidation or dissolution of this corporation, whether voluntary or involuntary, after payment of all debts and liabilities of the corporation of whatsoever kind or nature, its remaining funds and other property and rights will be distributed to an organization or organizations exempt from taxation under Section 501(c)(3) of the Internal Revenue Code, or any successor section, such organization or organizations to be selected by the directors of the corporation.

Sharon M. Kelly
Sharon M. Kelly, Incorporator

7/23/03
Date

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.

Alberto Naon
Alberto Naon, Registered Agent

7/12/03
Date

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