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To:

Division of Corporations

Fax Number

: (850)205-0381

Account Name : FAS-T CORP. AGENTS, INC.

Account Number : 071001002335 Phone : (305)599-0839

Fax Number : (305)716-0346

FLORIDA NON-PROFIT CORPORATION

HELP, LEARN & CHANGE, INC.

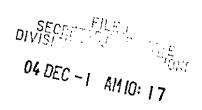
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Articles Of Incorporation Of

HELP, LEARN & CHANGE, INC.

In compliance with Chapter 617, F.S. (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: HELP, LEARN, & CHANGE, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 533 NW 35th Avenue, Miami, Florida 33125.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is all legal and permitted activities or business on favor of the childhood and the community in general.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed: will be by mean of elections during Board Meetings.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

The Officers and/ or Directors will as follows:

HILCIA DE LA CRUZ President/Treasurer 533 NW 35th Avenue Miami, Florida 33125

CARMEN G. CARIDAD Vice-president/Secretary 10828 SW 88th Street. #Y8 Miami, Florida, 33176

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

The name and Florida Street address (P.O. Box Not acceptable) of the Registered Agent is:

> HILCIA DE LA CRUZ 533 NW 35TH AVENUE MIAMI, FLORIDA 33125

ARTICLE VII INCORPORATOR

The name and address of the incorporator is:

HILCIA DE LA CRUZ 533 NW 35TH Avenue Miami, Florida 33125

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agreed to act in this capacity.

Signature/Registered Agent