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COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: HS WORLD CHILD, CDC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

~~\$78.75~~
^{87.50}
 \$78.75
Filing Fee &
Certificate of
Status
*certified
copy*

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Dr. Joseph Smith
Name (Printed or typed)

1921 South Club Drive
Address

Wellington, FLA. 33414
City, State & Zip

561-798-4872 or cell 561-367-8449
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

HS WORLD CHILD, COMMUNITY DEVELOPMENT CORPORATION

KNOW ALL ME BY THESE PRESENT, that for the purpose of forming a non-profit corporation under and pursuant to the provisions of the Florida Non-Profit Corporation Act, as amended, the undersigned natural persons each being over the age of nineteen (19) years and a citizen of the United States, have associated themselves together, and have agreed upon and adopted these Articles of Incorporation to constitute a charter for carrying on its pursuits and achieving its objectives and purposes under the filing hereof pursuant to law.

ARTICLE I

The name of the Corporation shall be HS WORLD CHILD, Community Development Corporation.

ARTICLE II

The period of duration of this Corporation shall be perpetual or until it is dissolved in accordance with the law. It's location is at 1921 South Club Drive, Wellington, Florida 33414

ARTICLE III

This Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. The specific purposes for which this Corporation is organized are as follows:

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- A. To raise the economic, educational and social levels of the residents of Florida and members of all communities who are substantially disadvantaged, unemployed or under-employed, or whose income is below Federal poverty guidelines, to foster and promote community-wide interest and concern for the problems of said residents to the end that (a) educational and economic opportunities may be expanded; (b) sickness, poverty, crime, and environmental degradation may be lessened; (c) provide affordable health care, and (d) racial tensions, prejudice, and discrimination, economic or otherwise, may be eliminated.
- B. To expand the opportunities available to said residents and groups to own, manage, and operate business enterprises in economically depressed areas; to assist said residents and groups in developing entrepreneurial and management skills necessary for the successful operation of business enterprises; and to assist said residents and groups in obtaining financial support from other sources.
- C. To expand opportunities available to said residents and groups to obtain adequate, low-cost housing accommodations by constructing, rehabilitating, and providing decent, safe and sanitary housing in Florida for persons and families of low-income who otherwise would not be able to find or afford a suitable place to live or affordable health care. It is the purpose of the Corporation thereby to relieve the poor, distressed, under-privileged and indigent by enabling them to secure the basic human needs of decent shelter and to thus lessen the burdens of government and promote the social welfare. To provide such housing through rehabilitation of existing substandard buildings and construction of new facilities in the place of

blighted structures or blighted vacant sites for the purpose of combating the deterioration of the community and contributing to its physical improvement.

- D. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

ARTICLE IV

This Corporation is not organized for profit and shall have no power to issue certificates of stock or declare dividends. All of the income received by this Corporation shall be applied only to the non-profit purposes and objectives of the Corporation set forth herein above. No part of the income shall inure to the benefit of, or be distributable to the members of the Corporation, its Board of Directors, officers or other individuals, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law) or (b) a Corporation to which

contributions are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law). The directors will be appointed by the incorporator, Dr. Joseph Smith to help fulfill the goals of the corporation.

ARTICLE V

The number of directors, constituting the initial board will be (4).

| | | |
|----------------------------------|-----------------------|----------------------------|
| Dr. Joseph Smith, CEO, President | Tom Meli, CFO | Linda Gray, Vice President |
| 1921 South Club Drive | 1132 Manita Road | 2617 Antebellum Drive |
| Wellington, Fla. 33414 | Manasquan, N.J. 08736 | Mobile, Alabama |

Glen Crawford, Secretary; 3572 N.W. 38 Terrace, Lauderdale Lakes, Fla. 33309

ARTICLE VI

The affairs of the Corporation shall be governed and administered by the Board of Directors consisting of no fewer than three (3) and no more than thirty-one (31) members. The initial registered agent is, Dr. Joseph Smith at 1921 South Club Drive, Wellington, Florida 33414

ARTICLE VII

The incorporator's name and address is: Dr. Joseph Smith, CEO, President ; 1921 South Club Drive, Wellington, Fla. 33414.

ARTICLE VIII

The officers of the Corporation shall consist of President, one or more Vice-Presidents, a Secretary, a Treasurer and other officers as may be prescribed in the by-laws of the Corporation. The powers, authorities, duties, term of office, and method of election of the officers shall be set forth in the by-laws of the Corporation.

ARTICLE IX

The Board of Directors shall have the power to adopt, alter, amend, or repeal the by-laws of the Corporation so long as such by-laws are not inconsistent with the Constitution and laws of the State of Alabama or with these Articles of Incorporation. The by-laws shall contain provisions for the regulation and management of the affair of the Corporation including, but not limited to: (a) the designation of time, place and frequency of meetings of the Board of Directors and the method by which notice of each meeting is given; (b) the qualifications for members of the Corporation's Board of Directors and their terms of office; (c) procedures for removal of members of the Board of Directors; (d) procedures for filling of vacancies on the Board of Directors; (e) the establishment of standing committees and the responsibilities of each committee so established; (f) the establishment of a quorum for transacting business; (g) the designation of officer positions, not inconsistent with these Articles; (h) the powers, authorities, duties, terms of office and method of election of officers; (i) procedures for removal of officers; and (j) a procedure for amendments to the by-laws.

ARTICLE X

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all the assets of the

Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future Unites States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI

The address of the initial registered office of the Corporation shall be 1921 South Club drive, Wellington, Fla. 33414 The initial registered agent at that address shall be Joe Smith.

ARTICLE XII

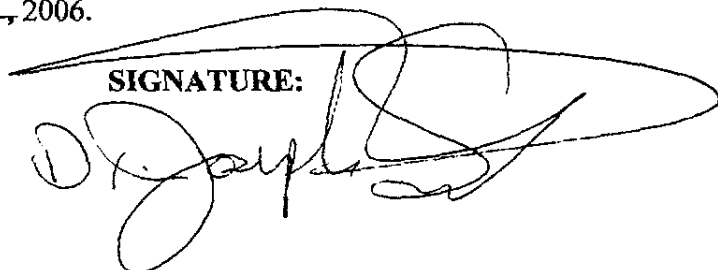
The Corporation shall commence business under these provisions at the time these Articles of Incorporation are properly filed with the appropriate authorities.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hands on this

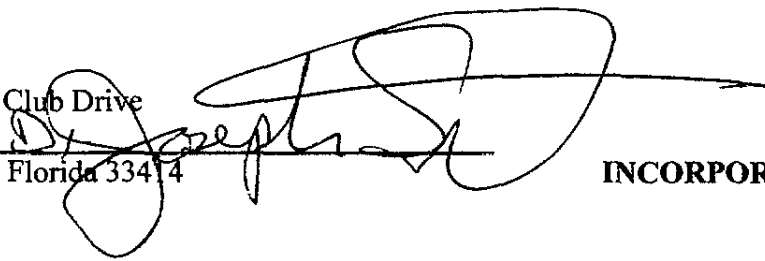
the 24th day of February, 2006.

SIGNATURE:

Dr. Joseph Smith

A large, stylized handwritten signature in black ink, appearing to read "Dr. Joseph Smith", is written over the "SIGNATURE:" label.

1921 South Club Drive
Wellington, Florida 33414



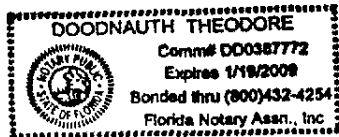
INCORPORATOR


STATE OF FLORIDA

COUNTY OF Palm Beach

I, Doodnauth Theodore, a Notary Public in and for the State and County, hereby certify that Dr. Joseph Smith, whose name(s) are signed to the foregoing Articles of Incorporation, and who are known to me, acknowledge before me on this day that, being informed of the contents of the above and foregoing Articles of Incorporation, he or they executed the same voluntarily on the day the same bears date.

Given under my hand and seal of office this 24th day of February, 2006.

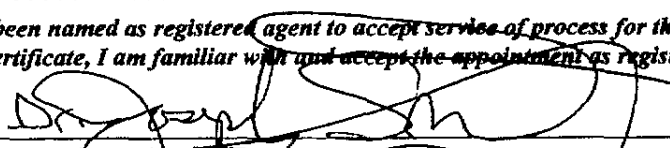


NOTARY PUBLIC 

MY COMMISSION EXPIRES: 1/19/2006

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 agree to act in this capacity.

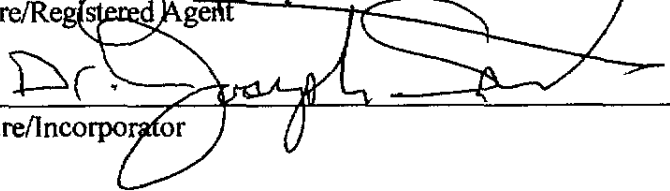
Signature/Registered Agent



Date

2-24-06

Signature/Incorporator



Date

2-24-06

06 FEB 28 11:39 AM '06
SECRETARY OF STATE
FULTON COUNTY