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DIVISION OF CORPORATIONS
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COVER LETTER

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

SUBJECT: The Heart Gallery of Pinellas & Pasco, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

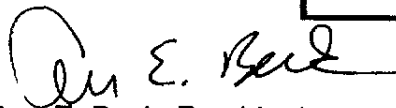
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\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED


FROM: Ann E. Beck, President
Name (Printed or typed)

3074 Ashland Terrace
Address

Clearwater, FL 33761
City, State & Zip

727-772-6267 (Office) / 727-481-7726 (Cell)
Daytime Telephone number

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

**Articles of Incorporation
In Compliance with Chapter 617, F.S., (Not for Profit) of
The Heart Gallery of Pinellas & Pasco, Inc.**

- Article I The name of the organization is the Heart Gallery of Pinellas & Pasco, Inc.
- Article II The principle place of business is:
13575 58th Street North, Suite 200
Clearwater, FL 33760
- Article III The Heart Gallery of Pinellas & Pasco is a charitable organization whose purpose is to aid foster children in Pinellas and Pasco counties.
- Article IV The officers are elected at an annual meeting of the corporation. The directors are appointed as deemed necessary by the officers.
- Article V The initial officers of the organization are as follows:
Ann E. Beck, President Gina L. Folk, Vice Pres. Heidi L. Akers, Sec./Treasurer
3074 Ashland Terrace 13667 Heron Circle 7851 Oliver Road
Clearwater, FL 33761 Clearwater, FL 33762 Seminole, FL 33777
- Article VI The registered agent of the corporation is:
Heidi Akers
7851 Oliver Road
Seminole, FL 33777
- Article VII The name and address of the incorporator is:
Ann E. Beck
3074 Ashland Terrace
Clearwater, FL 33761
- Article VIII Additional provisions:
Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts or liabilities shall be distributed to The Sarasota YMCA, the lead agency for foster care in Pinellas and Pasco counties, or its successor for foster care in these counties.

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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.

Heidi Akers
Signature/Registered Agent

3-10-06
Date

Ann E. Beck
Signature/Incorporator

3/10/06
Date