

NO7000001063

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

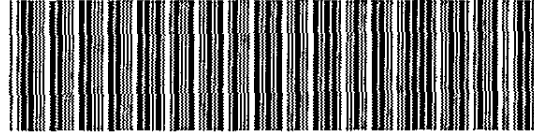
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: SMILEZ RUNS ORLANDO FOUNDATION CORP
(Name of Corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

RODNEY BAILEY

(Name of Person)

(Firm/Company)

10158 EASTERN LAKE AVE

APT# 203

(Address)

ORLANDO, FL 32817

(City/State and Zip Code)

For further information concerning this matter, please call:

RODNEY BAILEY

(Name of Person)

at (407) 803-3988

(Area Code & Daytime Telephone Number)

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

\$70.00 Filing Fee

\$78.75 Filing Fee &
Certificate of Status

\$78.75 Filing Fee &
Certified Copy

\$87.50 Filing Fee,
Certificate of Status &
Certified Copy



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 8, 2007

RODNEY BAILEY
10158 EASTERN LAKE AVE., APT. 203
ORLANDO, FL 32817

SUBJECT: SMILEZ RUNS ORLANDO FOUNDATION CORP
Ref. Number: W07000000942

We have received your document for SMILEZ RUNS ORLANDO FOUNDATION CORP and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You have filled out the wrong form. Your paper work says that this is a Florida non-profit. But, you filled out the paper work for a foreign non profit qualification.

We are enclosing the proper form(s) with instructions for your convenience.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6047.

Carolyn Lewis
Document Specialist
New Filing Section

Letter Number: 507A00001482

COVER LETTER

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

SUBJECT: SMILZ RUNS ORLANDO FOUNDATION CORP
(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
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: RODNEY BAILEY
Name (Printed or typed)

10158 EASTERN LAKE AVE, APT 203
Address

ORLANDO, FL 32817
City, State & Zip

407-345-0004
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)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:
SMILZ RUNS ORLANDO FOUNDATION CORP

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
10158 EASTERN LAKE AVE, APT 203, ORLANDO, FL 32817

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:
SEE ATTACHED PURPOSE

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:
THE MANNER IN WHICH DIRECTORS ARE APPOINTED IS SET FORTH IN THE BYLAWS.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):
RODNEY BAILEY, 10158 EASTERN LAKE AVE, APT 203, ORLANDO, FL 32817 (Chairman) LEANA ARZUAGA, 10600 BLOOMFIELD DRIVE, APT 1118, ORLANDO, FL 32825 (President) CAMLIA SOFI, 135 CORAL BELL COURT, ORLANDO, FL 32807 (Secretary)

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:
RODNEY BAILEY, 10158 EASTERN LAKE AVE, APT 203, ORLANDO, FL 32817

ARTICLE VII INCORPORATOR

The name and address of the incorporator is:
RODNEY BAILEY, 10158 EASTERN LAKE AVE, APT 203, ORLANDO, FL 32817

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

1/22/07

Signature/Incorporator

Date

1/22/07

PURPOSE

1: Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

2: The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Name RODNEY BAILEY Address 10158 EASTERN LAKE AVE, Apt 203,
ORLANDO, FL 32817

3: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

If reference to federal law in articles of incorporation imposes a limitation that is invalid in your state, you may wish to substitute the following for the last sentence of the preceding paragraph: "Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation."

4: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a 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