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Broken Wing Foundation, Inc.

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September 16, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

YOUR CAPITAL CONNECTIONS, INC.

SUBJECT: BROKEN WING FOUNDATION, INC.
REF: W09000041580

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles of Incorporation
In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I
NAME

The name of the Corporation shall be Broken Wing Foundation, Inc

ARTICLE II
PRINCIPAL OFFICE

The mailing address of the corporation shall be 7921 NW 6th Street, Unit 102, Pembroke Pines, FL 33024

ARTICLE III
PURPOSE

This corporation is organized exclusively for charitable, educational, athletic and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations.

To this end, the corporation shall primarily provide assistance to other organizations which conduct sickle cell research and diabetic research. The corporation will create and conduct programs that will be executed internationally with an emphasis on the Caribbean, Africa and the United States, for the benefit of impoverished youth.

All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE IV
MANNER OF ELECTION

The corporation may (but need not) have voting members, and such membership, if any, and classes thereof, shall be as defined in the corporation's bylaws. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No member or Director shall have any right, title, or interest in or to any property of the corporation.

ARTICLE V
DIRECTORS/OFFICERS

Board of Directors Broken Wings Foundation Inc shall have three directors. The number of directors shall either be increased or diminished from time to time by the Bylaws, but shall never be less than three. The names and addresses of the Board of Directors are:

Director Phabian Smith
 7921 NW 6th Street
 Unit 102
 Pembroke Pines, FL 33024

Director Diana Smith
 15709 60th Place North
 Loxahatchee, FL 33470

Director Catherine Goodall
 16266 SW 14th Street
 Pembroke Pines, FL 33027

Corporate Officers The members of the Corporation shall elect the following officers: President, Vice President, Secretary, and such other officers as the bylaws of this corporation may authorize the members to elect from time to time. Such officers shall initially be elected, prior to the first annual meeting of members to take place after incorporation, in an election held according to the provisions of the bylaws of the corporation. Until such election is held, the following persons shall serve as corporate officers:

Phabian Smith
7921 NW 6th Street
Unit 102
Pembroke Pines, FL 33024

Diana Smith
15709 60th Place North
Loxahatchee, FL 33470

Catherine Goodall
16266 SW 14th Street
Pembroke Pines, FL 33027


ARTICLE VI
REGISTERED AGENT

The name and street address of the registered agent are:

Phabian Smith
7921 NW 6th Street
Unit 102
Pembroke Pines, FL 33024

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the Articles of Organization, we hereby accept this appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed limited liability company named in the Articles of Organization hereinabove set forth and so hereby further state that we may be found as registered agent for service of process upon said proposed limited liability company at the address set forth in Article V of such Articles.



Signature/Registered Agent

SEPT 4, 2009

Date

ARTICLE VII - AMENDMENTS TO BYLAWS

As permitted by Section 617.0206, Florida Statutes, as amended or superseded from time to time, subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not for Profit Law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, Bylaws of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted by a majority of the Board of Directors present at any meeting; provided, that notice of the proposed change is mailed to each member at least fifteen (15) days prior to such meeting.

ARTICLE VIII-AMENDMENTS TO ARTICLES

These Articles of Incorporation may be amended as provided by law. No amendments are permitted which would cause any loss of the corporation's status under section 501 (c) (3) of the code. Amendments may also be made at a regular meeting of the membership upon a one (1) month notice given, by a two-thirds (2/3) vote of those members present.

ARTICLE IX - DURATION

This Corporation is to exist perpetually unless dissolved according to law.

ARTICLE X -- NO PRIVATE INUREMENTS; RESTRICTIONS ON ACTIVITIES

- 1) No part of the net earnings of the Love Over All Foundation Inc. 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 III hereof.
- 2) 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 public office.
- 3) Notwithstanding any other provision of these Articles, Love Over All Foundation Inc. shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501(c)(3) of the code or (b) by the organization's contributions which are deductible under section 170 (c) (2) of the Code, or the corresponding section of any future federal tax code.

ARTICLE XI: DISTRIBUTION UPON DISSOLUTION

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 by a Court of Competent Jurisdiction in Florida exclusively for such purposes as the court shall determine.

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ARTICLE XII
INCORPORATOR

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The incorporator of this corporation is:

Phabian Smith
7921 NW 6th Street
Unit 102
Pembroke Pines, FL 33024

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

Phabian Smith
Name of signee

SEPT 4, 2009
Date