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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
HENERGY FOR DISABILITIES, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION
N16000000481**

FIRST: The name of the Corporation shall be HENERGY FOR DISABILITIES, INC, a Florida not for profit corporation. The principal office address is 690 SW 1st Court, # 307, Miami, Florida 33130.

SECOND: The place in this state where the principal office of the Corporation is to be located is the City of Miami, Miami-Dade County.

THIRD: 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.

FOURTH: The Directors are elected in accordance with the Bylaws. The name and the address of the persons appointed to act as the initial Directors of this corporation is as follows:

| <u>NAME</u> | <u>TITLE</u> | <u>ADDRESS:</u> |
|-----------------------|---------------------------|---|
| Anthony Figuccio | Director / President | 690 SW 1 st Court, # 307 Miami, Florida 33130 |
| Kristina Berezina | Director / Vice President | 690 SW 1 st Court, # 307 Miami, Florida 33130 |
| Jose Ernesto Martinez | Director / Treasurer | 690 SW 1 st Court, # 307 Miami, Florida 33130 |
| Georgeta Gaita | Director / Secretary | 690 SW 1 st Court, # 307 Miami, Florida 33130 |
| Aurelie Alincourt | Director | 690 SW 1 st Court, # 307 Miami, Florida 33130 |

FIFTH: 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, 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.

SIXTH: 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.

SEVENTH: The name and address of the Registered Agent of the corporation shall be:

Thomas G. Sherman, P.A.
90 Almeria Avenue
Coral Gables, Florida 33134

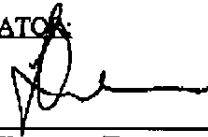
EIGHTH: The duration of this corporation shall be perpetual, no stock has been issued, and the corporation shall have no members.

NINTH: The corporate existence of the Corporation shall commence on the date of filing with the Secretary of State.

THESE AMENDED AND RESTATED ARTICLES OF INCORPORATION WERE ADOPTED EFFECTIVE MARCH 31, 2016 BY THE CORPORATION'S BOARD OF DIRECTORS PURSUANT TO SECTION 617.1007, FLORIDA STATUTES. NONE OF THE AMENDMENTS REQUIRED MEMBER APPROVAL. THESE AMENDED AND RESTATED ARTICLES OF INCORPORATION SUPERSEDE THE ORIGINAL ARTICLES OF INCORPORATION, AS AMENDED.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Amended and Restated Articles of Incorporation this 31st day of March, 2016.

INCORPORATOR:



Thomas G. Sherman, Esq.

Incorporator Address: 90 Almeria Avenue
Coral Gables, Florida 33134

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Amended and Restated Articles of Incorporation.

REGISTERED AGENT:

THOMAS G. SHERMAN, P.A.

By:



Thomas G. Sherman, Esq.

Date: March 31, 2016