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W10000027479



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06/07/10--01019--001 **70.00

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
2010 JUL 27 AM 11:52

7/30/10

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Friends in Need Foundation, Inc.
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", or "Certificate of Good Standing" 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:

Scarlett Mendoza
Name of Person

Friends in Need Foundation, Inc.
Firm/Company

239 E. 79th Street Suite 12M
Address

New York, NY 10075
City/State and Zip Code

s.mendoza@friendsinneedusa.org
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Scarlett Mendoza at (917) 301-2313
Name of Person 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

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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



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FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 8, 2010

SCARLETT MENDOZA
239 E. 79TH STREET
SUITE 12M
NEW YORK, NY 10075

SUBJECT: FRIENDS IN NEED FOUNDATION, INC.
Ref. Number: W10000027479

We have received your document for FRIENDS IN NEED FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

The document must contain both the street address of the principal office and the mailing address of the entity.

Please return the corrected 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) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 510A00014196

RECEIVED
10 JUL 27 PM 12:12
DIVISION OF CORPORATIONS

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. Friends in Need Foundation, Inc.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. New York 3. 56-2309820
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 2003 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. _____
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)
7. 239 E. 79th Street Suite 12M New York, NY 10075
(Principal office address)
- 239 E. 79th Street, Suite 12M New York, NY 10075
(Current mailing address)

8. Provide assistance to homeless and disadvantaged individuals and families.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)

Name: Veronica Frugoni

Office Address: 825 Brickell Bay Drive #2044

Miami, Florida 33131
(City) (Zip Code)

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DIVISION OF CORPORATIONS

10. **Registered agent's acceptance:**
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Veronica Frugoni
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

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A. DIRECTORS

Chairman: Scarlett Mendoza

Address: 5760 Owensmouth Avenue, Unit 3
Woodland Hills, CA 91367

Vice Chairman: _____

Address: _____

Director: Alma Santos

Address: 2329 Hudson Terrace #E15C
Fort Lee, NJ 07024

Director: Glenn Mendoza

Address: 587 Mill Run
Paramus, NJ 07652

B. OFFICERS

President: Scarlett Mendoza

Address: 5760 Owensmouth Avenue Unit 3
Woodland Hills, CA 91367

Vice President: Neil Manganaro

Address: 5760 Owensmouth Avneue Unit 3
Woodland Hills, CA 91367


Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

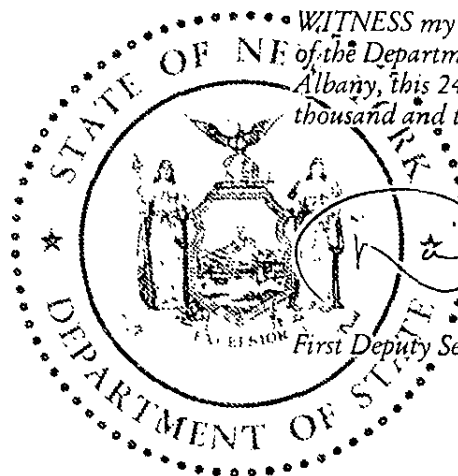
14. Scarlett Mendoza President
(Typed or printed name and capacity of person signing application)

State of New York
Department of State } ss:

I hereby certify, that the Certificate of Incorporation of FRIENDS IN NEED FOUNDATION, INC. was filed on 01/30/2003, under the name of FRIENDS IN NEED, INC., as a Not-for-Profit Corporation and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment FRIENDS IN NEED, INC., changing its name to FRIENDS IN NEED FOUNDATION, INC., was filed 05/22/2003.

WITNESS my hand and the official seal
of the Department of State at the City of
Albany, this 24th day of February two
thousand and ten.



[Signature]
First Deputy Secretary of State

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