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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) if known:

Zoe Foundation Inc

RUSH

Photocopy

~~Certified Copy~~

CERTIFICATE OF STATUS

CERTIFICATE OF GOOD STANDING

ARTICLES ONLY

ALL CHARTER DOCUMENTS INCLUDE ARTS & AMENDMENTS

CERTIFICATE OF FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

FILED
 00 JUL 28 AM 10:53
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

RECEIVED
 00 JUL 28 AM 10:58
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

NEW FILINGS
Profit
<input checked="" type="checkbox"/> NonProfit
Limited Liability
Domestication
Other

AMENDMENTS
Amendment
Resignation of RA Officer/Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

OTHER FILINGS
Annual Report
Fictitious Name
Name Reservation

REGISTRATION/QUALIFICATION
Foreign
Limited Partnership
Reinstatement
Trademark
Other

T.SMITH 28 2000

ARTICLES OF INCORPORATION
OF
ZOEY FOUNDATION INC.
A NONPROFIT CORPORATION

FILED
00 JUL 28 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, with other persons being desirous of forming a nonprofit corporation, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I

The name of this corporation is:

ZOEY FOUNDATION INC.

The principal place of business of this corporation shall be 5701 S.W. 107th Street, Pinecrest, Florida 33156 and the mailing address shall be P.O. Box 561625, Miami, FL 33256.

ARTICLE II

Said corporation is organized exclusively for charitable, religious, education, literary and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law.

Notwithstanding any other provision of these articles, this corporation will not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections

501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding sections of any prior or future Internal Revenue Code, or to the Federal or a State, or local government for exclusively public purposes.

ARTICLE III

The membership of this corporation shall consist of such persons as from time to time may become members upon a majority vote of the directors.

ARTICLE IV

The name and address of the incorporator of these Articles is:

Robert A. Stamen
Packman, Neuwahl & Rosenberg
1500 San Remo Avenue
Suite 125
Coral Gables, FL 33146

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The business of this corporation shall be managed by the Board of Directors. The corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time by the Bylaws.

The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation are:

Sheryl G. Rosenfield Director	P.O. Box 561625 Miami, FL 33256
Rita Glassman Director	P.O. Box 561625 Miami, FL 33256
Shelley Belusar Director	121 Mt. Hermon Way Ocean Grove, NJ 17756

ARTICLE VII

The street address of the initial registered office of this corporation shall be 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146, and the name of the initial registered agent of the corporation at that address is Atrium Registered Agents, Inc.

IN WITNESS WHEREOF, the undersigned subscribing incorporator, has hereunto set his hand and seal on this 27th day of July, 2000.

Robert A. Stamen

ROBERT A. STAMEN

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for ZOEY FOUNDATION INC., I hereby agree to accept service of process for said Nonprofit Corporation and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

ATRIUM REGISTERED AGENTS, INC.

By: Robert A. Stamen
ROBERT A. STAMEN
Vice President

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00 JUL 28 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI- DADE)

The foregoing instrument was acknowledged before me this 27th day of July, 2000, by ROBERT A. STAMEN, who is personally known to me.

Alina Artamendi
Notary Public



Printed Name of Notary Public

Title: Notary Public, State of Florida