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Florida Department of State
Division of Corporations
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From: Account Name : M.A.V. CORPORATE SERVICES
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DIVISION OF CORPORATIONS
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FLORIDA NON-PROFIT CORPORATION

BIG HEART FOUNDATION INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 16, 2001

M.A.V. CORPORATE SERVICES

SUBJECT: BIG HEART FOUNDATION INC.
REF: W01000016287

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You failed to make the correction(s) requested in our previous letter.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The name of the entity must be identical throughout the document.

If you have any further questions concerning your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

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Letter Number: 201A00041626

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ARTICLES OF INCORPORATION OF**BIG HEART FOUNDATION INC.**

THE UNDERSIGNED, A MAJORITY OF WHOM ARE CITIZENS OF THE UNITED STATES, DESIRING TO FORM A NON-PROFIT CORPORATION UNDER THE NON-PROFIT CORPORATION LAW OF THE STATE OF FLORIDA, DO HEREBY CERTIFY:

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE: BIG HEART FOUNDATION INC.

ARTICLE II ADDRESS

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE:

3620 NW 30TH AVE. #B221 MIAMI, FLA. 33142

ARTICLE III NATURE OF BUSINESS

SAID CORPORATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE, RELIGIOUS, EDUCATIONAL AND SCIENTIFIC 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 CODE.

ARTICLE IV TERM OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY

ARTICLE V TRUSTEES AND DIRECTORS

THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE THE INITIAL TRUSTEES OF THE CORPORATION ARE AS FOLLOWS:

JACQUELINE I. NORORI	3620 NW 30TH AVE. #B221	MIAMI, FLA. 33142
FABRICIO NORORI	3620 NW 30TH AVE. #B222	MIAMI, FLA. 33142
CORALIA NUNEZ	3620 NW 30TH AVE. #B221	MIAMI, FLA. 33142
EILEEN NORORI	3620 NW 30TH AVE. #B221	MIAMI, FLA. 33142
MARLON GORDON	3620 NW 30TH AVE. #B221	MIAMI, FLA. 33142

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(((H01000081685 9)) ARTICLE VI RESOLUTION

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 III HEREOF. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE 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 THIS 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.

ARTICLE VII RESOLUTION

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.

THE DIRECTORS SHALL BE ELECTED AS STATED IN THE BYLAWS.

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IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATORS HAVE
EXECUTED THESE ARTICLES OF INCORPORATION THIS 13TH DAY
OF JULY, 2001.

SIGNATURE OF INCORPORATORS:

(SEAL)

J. Norori
SACQUELINE I. NORORI
Fabricio Norori
FABRICIO NORORI
Coralia Nunez
CORALIA NUNEZ
Eileen Norori
EILEEN NORORI
Marlon Gordon
MARLON GORDON

STATE OF FLORIDA)

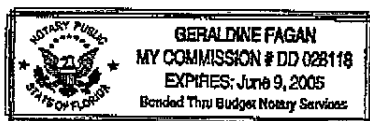
COUNTY OF BROWARD)

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THE UNDER-
SIGNED AUTHORITY BY FABRICIO NORORI, JACQUELINE I. NORORI
CORALIA NUNEZ, EILEEN NORORI AND OF BIG HEART FOUNDATION INC.
MARLON GORDON (NAME OF CORPORATION)

THIS 13TH DAY OF JULY, 2001.

Geraldine Fagan
NOTARY PUBLIC-STATE OF FLORIDA

(SEAL)



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CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: BIG HEART FOUNDATION INC.

2. The name and address of the registered agent and office is:

FABRICIO NORORI

3620 NW 30TH AVE. #B221

(P. O. BOX NOT ACCEPTABLE)

MIAMI, FLA. 33142

(CITY/STATE/ZIP)

SIGNATURE 

FABRICIO NORORI (Corporate Officer)

TITLE OFFICER

(SEAL)

DATE 7-13-2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE 

FABRICIO NORORI (Registered Agent)

DATE 7-13-2001

(SEAL)

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