

OFFICE USE ONLY DOCUMENT #

LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

300004636059--1.
-10/15/01-01017-017
*****78.75 *****78.75

OFFICE USE ONLY

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

1. ALL-STAR CHARITIES, INCORPORATED.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

FILED RECEIVED
01 OCT 15 PM 12:56
01 OCT 15 AM 10:50
TALLAHASSEE FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATION

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

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF INCORPORATION
FOR
ALL-STAR CHARITIES, INCORPORATED.**

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida pursuant to Chapter 617, Florida Statutes, providing for the formation of a non-profit corporation, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe, adopt and acknowledge the following Articles of Incorporation and file with the Secretary of State of Florida this Certificate of Incorporation; and to that end we do by this certificate set forth:

ARTICLE I

The name of this corporation (which is hereinafter called the "Corporation")

ALL-STAR CHARITIES, INCORPORATED

ARTICLE II

The principal and mailing address of this corporation is:

**12608 S.W. 88th STREET, SUITE 200
MIAMI, FLORIDA 33186**

ARTICLE III

The specific purpose for which the Corporation is organized is:

To do any and all things allowed and permitted to be done by non-profit corporations under the Statutes of the State of Florida pursuant to Chapter 617, and to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to-wit:

(a) To acquire articles of sports memorabilia, autographs and collectibles to be raffled, auctioned or sold for purposes of raising monies to be donated to selected charitable organizations as determined by the directors and/or officers of the Corporation.

(b) To develop, promote and/or conduct special fund-raising events for purposes of raising monies to be donated to selected charitable organizations as determined by the directors and/or officers of the Corporation.

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SECRETARY OF STATE

ARTICLE IV

The manner in which the directors are elected or appointed is as follows:

The initial directors of the Corporation shall be appointed by the Incorporator. The Corporation shall have no less than three (3) and no more than five (5) directors. Directors shall be elected or appointed in the manner and for the terms provided in these Articles of Incorporation or its By-Laws. The initial directors of the Corporation shall serve in that capacity for a term of two (2) years.

ARTICLE V

The corporate powers of the Corporation are as provided under section 617.0302, Florida Statutes, unless otherwise expanded or limited by these Articles of Incorporation or its By-Laws.

ARTICLE VI

The initial registered Agent and street address of the Registered Agent for the Corporation is:

**ALBERT A. A. CARTENUTO, III
7700 NORTH KENDALL DRIVE, SUITE 610
MIAMI, FLORIDA 33156**

ARTICLE VII

The names and post office addresses of the first Board of Directors of the Corporation, who shall hold office for the first two (2) years, or until their successors are chosen, shall be:

**Director: ALBERT A. A. CARTENUTO, III
7700 NORTH KENDALL DRIVE, SUITE 610
MIAMI, FLORIDA 33156**

**Director: LEIGHANN WONG
12040 S.W. 172ND STREET
MIAMI, FLORIDA 33177**

**Director: PAUL J. LOBECK, JR.
10120 S.W. 128TH STREET
MIAMI, FLORIDA 33186**

ARTICLE VIII

The name and street address of the Incorporator signing these Articles of Incorporation is:

**ALBERT A. A. CARTENUTO, III
7700 NORTH KENDALL DRIVE, SUITE 610
MIAMI, FLORIDA 33156**

ARTICLE IX

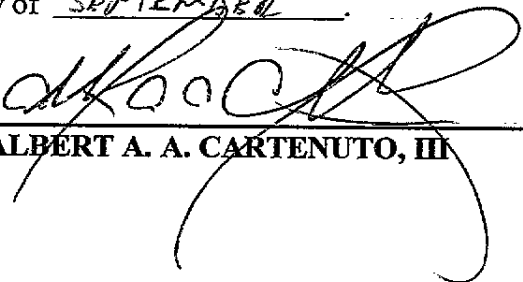
The names and post office address of the President, Secretary and Treasurer, who shall hold office until their successors are elected or appointed or have qualified are:

**President: ALBERT A. A. CARTENUTO, III
7700 NORTH KENDALL DRIVE, SUITE 610
MIAMI, FLORIDA 33156**

**Vice President: LEIGHANN WONG
12040 S.W. 172ND STREET
MIAMI, FLORIDA 33177**

**Secretary/Treasurer: PAUL J. LOBECK, JR.
10120 S.W. 128TH STREET
MIAMI, FLORIDA 33186**

IN WITNESS WHEREOF, we have hereunto set our hands and seals, and acknowledge to be filed in the office of the Secretary of State the foregoing Certificate of Incorporation, this 15th day of SEPTEMBER.



ALBERT A. A. CARTENUTO, III (SEAL)

STATE OF FLORIDA)

COUNTY OF MARTIN)

SS:

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared

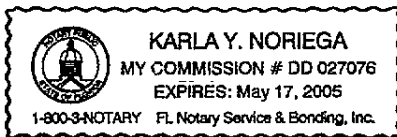
ALBERT A. A. CARTENUTO, III

who is personally known by me or produced Perna as
identification and acknowledged before me that he signed the foregoing Articles of
Incorporation for the purpose therein expressed.

WITNESS my hand and official seal at the City of Palm City, County of Martin,
State of Florida, this 18 day of September 2006

Karla Y. Noriega
Notary Public
State of Florida at large

[SEAL]



Commission No.
My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 617.0501, FLORIDA STATUTES
THE FOLLOWING IS SUBMITTED:

FIRST THAT:

ALL-STAR CHARITIES, INCORPORATED
(name of the Corporation)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF
THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS AT THE CITY OF MIAMI, STATE OF FLORIDA, HAS
NAMED:

ALBERT A. A. CARTENUTO, III

LOCATED AT:

**7700 NORTH KENDALL DRIVE, SUITE 610,
CITY OF MIAMI, STATE OF FLORIDA, 33156**

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

SIGNATURE: _____

(CORPORATE OFFICER)

TITLE: **INCORPORATOR**

DATE: **18 SEP 2007**

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.

SIGNATURE: _____

(REGISTERED AGENT)

DATE: **18 SEP 2007**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA