

No2000001772



ACCOUNT NO. : 072100000032

REFERENCE : 456280 11758A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 12, 2002

ORDER TIME : 1:59 PM

ORDER NO. : 456280-005

CUSTOMER NO: 11758A

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-03/13/02--01003--001
*****70.00 *****70.00

CUSTOMER: C. William Laystrom, Esq
Doumar Allsworth Curtis Cross
Laystrom Voigt Wachs & Maciver
1177 Southeast Third Avenue

Fort Lauderdale, FL 33316

DOMESTIC FILING

NAME: PODS ANGELS SUPPORT
FOUNDATION, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

STATE EXAMINER'S INITIALS:
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE

RECEIVED
02 MAR 12 PM 3:00

FILED
2002 MAR 12 PM 3:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA

2012/3/12

ARTICLES OF INCORPORATION
OF
PODS ANGELS SUPPORT FOUNDATION, INC.

FILED

2002 MAR 12 PM 3: 36

SECRETARY OF STATE
TALLAHASSEE FLORIDA

A FLORIDA NOT FOR PROFIT CORPORATION

FIRST: The name of the corporation is "PODS ANGELS SUPPORT FOUNDATION, INC."

SECOND: The address of the initial office of the corporation and the principal place of business and the mailing address in the State of Florida is 1270 S.W., 28th Terrace, Ft. Lauderdale, Florida 33312, and the name of the initial registered agent of the Corporation is Nancy Linley-Harris at 1270 S.W. 28th Terrace, Fort Lauderdale, Florida 33312.

THIRD: (a) The proposed corporation is formed under the Florida Not For Profit Corporation Act, as amended, and shall be organized and operated exclusively for the purpose of supporting and carrying on activities of a charitable, religious, scientific, educational or literary nature within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Service law (hereinafter referred to as the "Code").

(b) Notwithstanding any provision of these Articles, the corporation shall not support or engage in any program or activity not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

FOURTH: In furtherance of the purposes set forth in Article THIRD above, the corporation shall have all of the powers created by law, including, but not limited to, the power to accept gifts, grants, devises, bequests of funds, or any other property from any public or governmental bodies and any private persons who shall include, but not be limited to, private and public foundations, corporations and individuals.

FIFTH: The corporation does not contemplate pecuniary gain or profit, incidental or otherwise, and no part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, 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 above.

SIXTH: The corporation shall have perpetual existence.

SEVENTH: The corporation shall be organized upon a non-stock basis.

EIGHTH: The corporation may have members.

NINTH: The name and address of the incorporator is as follows:

Nancy Linley-Harris
1270 S.W. 28th Terrace
Ft. Lauderdale, Florida 33312

TENTH: No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as may be permitted under Section 501(h) of the Code), and the corporation shall not participate in, or intervene in, directly or indirectly (including the publishing or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office.

ELEVENTH: Should there be a dissolution of the corporation, the directors shall, after paying or making provision for the payment, out of the funds of the corporation of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine.

TWELFTH: The corporation shall initially have three (3) directors to hold office until their successors have been duly elected and qualified, or until their earlier resignation, removal from office or death. The manner of election shall be in accordance with the bylaws. The number of directors may be either increased or decreased from time to time in accordance with the bylaws of the corporation, but at no time shall there be less than three (3) directors. The names and addresses of the initial directors of the corporation are:

Barbara Ortiz
1270 S.W. 28th Terrace
Ft. Lauderdale, FL 33312

Nancy Linley-Harris
1270 S.W. 28th Terrace
Ft. Lauderdale, FL 33312

Sherry Artega
1270 S.W. 28th Terrace
Ft. Lauderdale, FL 33312

THIRTEENTH: The bylaws of this corporation may be adopted, altered or rescinded by a majority vote of the Directors. The bylaws may contain provisions for the regulations and management of the affairs of the corporation not inconsistent the law or the Articles of Incorporation.

FOURTEENTH: These Articles of Incorporation may be amended only by majority vote of the Directors.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 1 day of Feb, 2002.

Nancy Linley-Harris
NANCY LINLEY-HARRIS

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

IN COMPLIANCE WITH SECTIONS 48.091 AND 617.0501, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

PODS ANGELS SUPPORT FOUNDATION, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN FT. LAUDERDALE, FLORIDA, HAS NAMED NANCY LINLEY-HARRIS, LOCATED AT 1270 S.W. 28TH TERRACE, FORT LAUDERDALE, FLORIDA 33312, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

Dated: Feb. 1st, 2002

By: *Nancy Linley-Harris*
NANCY LINLEY-HARRIS
Incorporator

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. FURTHER, I CERTIFY THAT I AM FAMILIAR WITH AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES, INCLUDING THE DUTIES AND OBLIGATIONS PROVIDED FOR IN SECTION 617.0501, FLORIDA STATUTES, RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES

Dated: Feb. 1st, 2002

By: *Nancy Linley-Harris*
NANCY LINLEY-HARRIS

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TALLAHASSEE FLORIDA