

LAW OFFICES OF
RICHARD S. GENDLER & ASSOCIATES , P.A.

2828 CORAL WAY, SUITE 304
MIAMI, FLORIDA 33145

TELEPHONE: (305) 444-1533
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Via U.S. Mail

N020000005134

July 1, 2002

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-07/08/02--01023--001
*****70.00 *****70.00

RE: H.E.L.D., Inc.

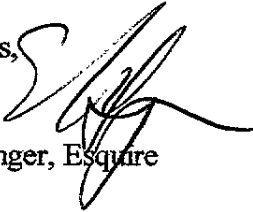
Dear Sirs:

Enclosed please find (1) original articles of incorporation and (1) copy for the above referenced **Not-For-Profit** corporation, and a check in the sum of \$70.00.

Please file these articles and forward proof of filing to this office.

Thank you.

Very truly yours,



Robert F. Bollinger, Esquire
For the firm

RFB/rfb

enclosure

FILED
02 JUL -5 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

H.E.L.D., Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Not for Profit corporation pursuant to Chapter 617, Florida Statutes.

ARTICLE I. NAME

The name of the corporation shall be H.E.L.D., Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
15866 SW 71st Street, Miami, Florida 33193.

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is:
to raise funds, solicit donations, and provide services for the benefit of epileptic and learning disabled children.

ARTICLE IV. MANNER OF ELECTION

The manner in which the directors are elected or appointed shall be stated in the by-laws of this not for profit corporation.

ARTICLE V. INITIAL OFFICERS AND DIRECTORS

The name(s) and street address(es) and title(s) of the initial (3) directors who shall hold office for the first year of the corporation, or until their successor(s) are elected or appointed is:

1. NAME: CHRISTOPHER NAIL
ADDRESS: 15866 SW 71st Street, Miami, Florida 33193
2. NAME: CHRISTIAN LOSA
ADDRESS: 15866 SW 71st Street, Miami, Florida 33193

3. NAME: ERICK BUSTILLO
ADDRESS: 15866 SW 71st Street, Miami, Florida 33193

**ARTICLE VI. INITIAL REGISTERED AGENT
AND STREET ADDRESS**

The name and Florida street address of the registered agent is:

NAME: RICHARD S. GENDLER, ESQUIRE

ADDRESS: 2828 Coral Way, Suite 304, Miami, Florida, 33145

ARTICLE VII. INCORPORATOR

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


NAME: CHRISTOPHER NAIL
ADDRESS: 15866 SW 71st Street, Miami, Florida 33193

IN WITNESS WHEREOF, the undersigned has hereunto set his hand
and seal on this 28 day of June, 2002.


CHRISTOPHER NAIL

ACKNOWLEDGMENT BY DESIGNATED AGENT

Having been named as registered agent to accept service of process for
the above stated corporation at place designated in this certificate, I am
familiar with and accept the appointment as registered agent and agree to
act in this capacity.


RICHARD S. GENDLER