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FLORIDA NON-PROFIT CORPORATION

S.T.A.R. INC.

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ARTICLES OF INCORPORATION OF S.T.A.R. w/Teens, INC.

Pursuant to the provisions of Section 617.1007, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following Articles of Incorporation:

ARTICLE I Name_

The name of the Corporation shall be: S.T.A.R. w/Teens, INC.

ARTICLE II Principal Office

The principal place of business and mailing address of the Corporation shall be: 1885 Lankcashire Court, Rockledge, Florida 32955.

ARTICLE III Purpose

The Corporation is organized exclusively for charitable purposes in order to combat community deterioration and juvenile delinquency by providing a creative outlet for teenagers to express themselves and build confidence through painting artwork and enhancing the beauty of communities in Brevard County, Florida, including, for such 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 tax code.

ARTICLE IV Distributions; Campaign Activities

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 above in Article III. No substantial part of the activities of the Corporation shall be the 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 these 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 V Dissolution of the Corporation

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

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disposed of shall be disposed of by a Court of Competent Jurisdiction of Brevard County, Florida, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VI Manner of Election

The manner in which the directors are elected or appointed is set forth in the By-laws of the Corporation.

ARTICLE VII Registered Agent and Street Address

The name and Florida street address of the registered agent is: Mary Wilson, 1885 Lankcashire Court, Rockledge, Florida 32955.

ARTICLE VIII Incorporator

The name and address of the Incorporator is: Mary Wilson, 1885 Lankcashire Court, Rockledge, Florida 32955. Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity. August 13, 2002 Date <u>August 13, 2002</u> Signature/Inforporator - Mary Wilson Date