Division of Corporations D20000 73 4 Gage 1 of 2

Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

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From:

Account Name : ACE INDUSTRIES, INC.

Account Number : 070744001530 Phone : (305)358-2571

Fax Number

: (305)358~7832

FLORIDA NON-PROFIT CORPORATION

REACH ! INC.

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 19, 2002

ACE INDUSTRIES, INC.

SUBJECT: REACH FOR THE STARS, INC.

REF: W02000017890

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.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

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H02-154630

ARTICLES OF INCORPORATION FOR NON-PROFIT CORPORATION

A Corporation Not for Profit formed under the Florida General Corporation Act.

ARTICLE 1: Name of Corporation: REACH ! INC.

Address of Corporation: 2200 S. DIXIE HWY., STE. 701 MIAMI, FLORIDA 33133 PILLU

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SECRETARY OF STATE
ANN AHASSEE, FLORIDA

- ARTICLE 2: Duration: Term of existence of the corporation is perpetual unless dissolved, according to the law.
- ARTICLE 3: Purpose: The specific purpose of this Corporation is:

 TO RAISE AND DISTRIBUTE FUNDS TO AT RISK CHILDREN AS WELL AS ALL OTHER
 CHARITABLE PURPOSES
- ARTICLE 4: The elections for directors and the manner of their admission is provided for in the bylaws of the corporation.
- ARTICLE 5: The Board of Directors are as follows: (NO LESS THAN THREE)
 The names and addresses of the Initial Directors:
- 1. STANLEY FULTON (P), 2200 S. DIXIE HWY., MIAMI, FLORIDA 33133
- 2. TERE PANTIN (VP,T), 3125 JACKSON AVE., COCONUT GROVE, FLORIDA 33133
- 3. HENRI SPIEGEL (S), 790 W. 49TH ST., MIAMI BEACH, FLORIDA 33140

4.

5.

ARTICLE 6: This Corporation is organized under a non-stock basis.

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ARTICLE 7: Registered Agent/Office:

Name: HENRI SPIEGEL

Address: **790 W. 49**TH **ST.**

MIAMI BEACH, FLORIDA 33140

I am familiar with, and hereby accept the duties and responsibilities, as Registered Agent for said Corporation.

Signature of Registered Agent

06/19/02 Date

ARTICLE 8: Incorporator:

Name: HENRI SPIEGEL

Address: 790 W. 49TH ST.

MIAMI BEACH, FLORIDA 33140

In witness were of I have subscribed my name.

06/19/02 Date Signature of Incorporator

ARTICLE 9: In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations, which themselves are exempt as organizations described in Section 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code 1954 or corresponding sections of any prior or future law, or to the Federal, State or Local Government for exclusive public purpose.

Prepared by Ace Industries, 54 NW 11th ST., MIAMI, FI 33136 (305) 358-2571.

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