CAPITAL CONNECTION, INC.

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	Art of Inc. File LTD Partnership File Foreign Corp. File L.C. File Fictitious Name File Trade/Service Mark Merger File
i.	Merger File Art. of Amend. File RA Resignation Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy Photo Copy Certificate of Good Standing
	Certificate of Status Certificate of Fictitious Name Corp Record Search Officer Search Fictitious Search
Signature	Fictitious Owner Search Vehicle Search Driving Record
Name Date Time	UCC 1 or 3 File UCC 11 Search UCC 11 Retrieval
Walk-In Will Pick Up	Courier

ARTICLES OF INCORPORATION FOR MANDO PARRA FOUNDATION FOR CHILDREN WITH SPECIAL NEEDS, INC.

A FLORIDA NON PROFIT CORPORATION

THE UNDERSIGNED hereby associates himself for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, rights, privileges, immunities, and liabilities of corporations for nonprofit.

ARTICLE 1. Name: The name of the corporation is MANDO PARRA FOUNDATION FOR CHILDREN WITH SPECIAL NEEDS, INC.

ARTICLE 2. Address: The initial mailing address of the corporation is 1323 20th Terrace, Key West, FL 33040. The principal place of business for the corporation shall be 1323 20th Terrace, Key West, FL 33040. This Corporation may, from time to time, move the principal office to any other address in Florida, and shall have the right and power to transact business and establish offices within and without the State of Florida, and in foreign countries, as may be necessary or convenient.

ARTICLE 3. Term: The term of existence of the Corporation is perpetual; and the corporate existence will commence on the filing of these Articles by the Department of State for the State of Florida.

ARTICLE 4. Purpose: The purpose for which the corporation is organized is:

To provide financial and physical assistance to children with special needs, 1. and families of children with special needs.

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- To receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for the assistance of children with special needs, in manners that comply with the requirements of the Internal Revenue Code and Regulations Section 50 as they may now exist or as they may hereafter be amended.
- 3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director, Officer, or member of the Corporation. or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation, and reasonable expenses may be paid thereto, affecting one or more of the corporation's purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall neither participate not intervene (including the publication or distribution of statements)in any political campaign on behalf of any candidate for public office, at any time.
- Notwithstanding any other provision of these Articles of Incorporation, the 4. corporation shall not conduct or carry on any activities not permitted to be conducted or carries on by an organization exempt from taxation under

Section 501 (c) of the Internal Revenue Code and Regulations, issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and Regulations, issued pursuant thereto as they now exist or as they may hereafter be amended.

- 5. Upon the dissolution of the corporation, the Board of Directors shall, after paying all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(6) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Laws), as the Board of Directors may determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.
- 6. Pursuant to Section 617.0202(d) of Florida Statutes, Directors are elected according to the terms of the Bylaws of the corporation.

ARTICLE 5. Initial Officers/Directors: The names, address and titles of the initial; officers are:

John Carbonell, III, President, 1323 20th Terrace, Key West, FL 33040. Deana Carbonell, Vice President, 1323 20th Terrace, Key West, FL 33040.

The names and addresses of the initial Board of Directors of the corporation are: John Carbonell, III, 1323 20th Terrace, Key West, FL 33040. Deana Carbonell, 1323 20th Terrace, Key West, FL 33040. John Carbonell, IV, 1323 20th Terrace, Key West, FL 33040.

ARTICLE 6. Registered Agent, Registered Office, & Registered Agent's Signature: The name and the Florida street address of the Registered Agent are:

Albert L. Kelley 926 Truman Ave. Key West, FL 33040

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Albert L. Kelley

ARTICLE 8. Incorporator: The name and address of the incorporator is: John Carbonell, III, 1323 20th Terrace, Key West, FL 33040.

WHEREOF, we the undersigned incorporators have set our hands on the date indicated below.

Date: <u>9-27-02</u>

Signature: John Carbonell III