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TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 SUBJECT: Enclosed is an original and one(1) copy of the articles of incorporation and a check for: \$87.50 \$78.75 \$70.00 \$78.75 Filing Fee Filing Fee Filing Fee Filing Fee, & Certified Copy & Certificate of Status Certified Copy & Certificate of Status ADDITIONAL COPY REQUIRED

NOTE: Please provide the original and one copy of the articles.

786 - 236 - 7008 Daytime Telephone number



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

November 6, 2002

RAMON VEGA 1739 NW 20 ST HOMESTEAD, FL 33030

SUBJECT: HELP OUR KIDS FOUNDATION, INC. Ref. Number: W02000031894

We have received your document for HELP OUR KIDS FOUNDATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Letter Number: 202A00060764

Cynthia Blalock Document Specialist New Filing Section

ARTICLES OF INCORPORATION

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Help Our Kids Foundation, Inc.

SECILIA STATE TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of Help Our Kids Foundation, Inc., under the Not for Profit Corporation Act of the State of Florida, adopt the following articles of incorporation for such corporation.

ARTICLE I. NAME

The name of the corporation is Help Our Kids Foundation, Inc.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of the Articles of Incorporation. The period of duration of the Corporation is perpetual.

ARTICLE III. PURPOSE

The corporation is organized exclusively for charitable, educational purposes, and the prevention of cruelty to children, 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 corresponding section of any future federal tax code. The corporation may receive and administer funds for charitable, educational purposes, and the prevention of cruelty to children, within the meaning of Section 501 (C)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall be for the benefit of any member, trustee, officer of the Corporation, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes. No member, trustee, 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 be the carrying of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501 (C) (3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purpose or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The initial street address in the state of Florida of the initial registered office of the Corporation is 1739 NW 20 Street; Homestead, Florida 33030, and the name of the initial registered agent is Ramon Vega.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of at least three (3) members, who need not be residents of the state of Florida. The name and address of the initial board of directors are:

Name	Title	Address
Ramon M. Vega	President	1739 Nw 20 Street Homestead, Fl. 33030
Maria T. Vega	Vice-President Treasurer	1739 NW 20 Street Homestead, Fl. 33030
Magdalena Vega	Secretary	19958 NW 56 Avenue Miami, Fl. 33055

ARTICLE VI. ELECTION OF BOARD OF DIRECTORS

The election of the members for Board of Directors and the manner of their admission shall be regulated by the by-laws of the Corporation.

ARTICLE VII. INCORPORATOR

The name and s	treet address of the incorporator is as follows:	
<u>Name</u>	Address	
Ramon M. Vega	1739 Nw 20 Street Homestead, Fl. 33030	
	ARTICLE VIII. TERRITORY OF OPERATION	
	which the operations of the Corporation are principally to be United States of America and its territories and possessions.	
	ARTICLE IX. ADMISSIONS FOR MEMBERS	
The qualifications for members and the manner of their admissions shall be regulated by the by-laws of the Corporation.		
IN WITNESS WHEREOF, the undersigned incorporator have made and executed these Articles of Incorporation this/2 day of/, 2002. Ramon M. Vega, Pres.		
State of Florida		
County of Miami-	Dade	
The fore	going instrument was acknowledge before me this 12 day of	

Notary Public, State of Florida at Large

My commission expires: Feb 062004



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Help Our Kids Foundation, Inc. in the foregoing Articles of Incorporation, I, hereby agree to accept services of process for said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

Help Our Kids Foundation, Inc. A Florida Not-For-Profit Corporation

Ramon M. Vega

Registered Agent

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