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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02-16-04  
T.B.  
✓

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DAVID T. PRICE  
ATTORNEY AT LAW  
550 S.W. 12TH AVENUE  
DEERFIELD BEACH, FLORIDA 33442  
TELEPHONE (954) 421-9399

February 5, 2004

Dept. Of State  
Division of Corporations  
Corporate Filing  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Kind, Inc.

Dear Division of Corporations:

Enclosed herewith please file the Articles of Incorporation of KIND, Inc. and filing fee in the amount of \$78.75

Very truly yours,

  
DAVID T. PRICE

/db  
Encls.

**ARTICLES OF INCORPORATION**

**KIND, INC.**

(A Corporation Not for Profit)

The undersigned hereby submit the following Articles of Incorporation for the formation of a corporation not-for-profit in accordance with the laws in the State of Florida

**I**  
**NAME**

The name of the corporation shall be KIND, INC. (The "Corporation").

**II**  
**ADDRESS**

The address of the principal office of the Corporation and the mailing address of the Corporation shall be 4631 NW 31<sup>st</sup> Avenue, Suite 232, Fort Lauderdale, FL 33309 but the Corporation may maintain offices and transaction business in other places within or without the State of Florida as may from time to time be designated by the Board of Directors. Furthermore, the Board of Directors may from time to time relocate the principal office of the Corporation.

**III**  
**PURPOSE**

This Corporation is organized and shall be operated exclusively for charitable purposes, including for such purposes the making of distributions to qualified organization. An organization is a "qualified organization" for purposes of these Articles only if it is described in Section 501(c) (3) and Sections 509 (a) (2) of the Internal Revenue Code of 1986, or corresponding sections of any future federal tax code. If a qualified organization ceases to be a qualified organization, this Corporation shall not make any further distributions to such organization.

**IV**  
**DIRECTORS**

The governing body of this Corporation shall be the Board of Directors. The Board of Directors of KIND, INC. shall be elected or appointed in accordance with the Bylaws of the Corporation.

**V**  
**REGISTERED AGENT**

The registered office of KIND, INC. shall be located at 550 SW 12<sup>th</sup> Avenue, Deerfield Beach, Florida 33442. The name and address of the initial registered agent of KIND, INC. is David T. Price, Esq., 550 SW 12<sup>th</sup> Avenue, Deerfield Beach, Florida 33442.

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TALLAHASSEE, FLORIDA

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The name and address of the incorporators of KIND, INC. are:

Name David T. Price

Address 550 SW 12<sup>th</sup> Avenue  
Deerfield Beach, Florida 33442

VI  
DIRECTORS

The names and addresses of the individuals who shall serve as the initial directors of KIND, INC. are as follows:

<u>Name</u>	<u>Address</u>
Ramsey Ahalwaji	4631 NW 31 <sup>st</sup> Avenue Suite 232 Fort Lauderdale, FL 33309
Stephan Tafeen	4631 NW 31 <sup>st</sup> Avenue Suite 232 Fort Lauderdale, FL 33309
Laura Bethel	P O Box 700221 Miami, FL 33170
Jennifer Stoffel	620 South Park Road Hollywood, FL 33021

VII  
OFFICERS

The affairs of this Corporation shall be managed on a day-to-day basis by the officers in accordance with the Bylaws. The officers shall be appointed from time to time by the Board of Directors. Officers shall serve at the pleasure of the Board of Directors.

VIII  
DISSOLUTION

Upon dissolution of this Corporation assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, or corresponding section of any further Federal tax code, or shall be distributed to the Federal government, or to a state or local government for a public purpose. The remaining provisions of the Articles Of Incorporation are hereby ratified.

IX  
DURATION

The Corporation shall have perpetual existence.

X  
BYLAWS

The first Bylaws shall be adopted by the directors and may be altered, amended or rescinded by the directors in the manner provided by the Bylaws.

XI  
AMENDMENTS

These Articles may be amended or repealed, in whole or in part, by a majority vote at any duly organized meeting of the directors.

XII  
CHARITABLE RESTRICTIONS AND LIMITATIONS

1. No part of the net earnings of KIND, INC. shall enure to the benefit of or be distributed to its governing Board of Directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payment and distribution in furtherance of the purposes set forth in Article III hereof.

2. The Corporation shall not attempt to influence legislation as a substantial part of its activities, nor shall it participate to any extent in any political campaign for or against any candidate for public office.

3. It is intended that this Corporation shall have the status of a Corporation which is exempt from Federal income taxation under Section 501 (a) of the Internal Revenue Code, as an organization described in Section 501 (c) (3) of the Code, and described in section 509 (a) (3) of the Code. These articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly.

4. At no time shall the Board of Directors of the Corporation be constituted so as to be controlled directly or indirectly by one or more disqualified persons with respect to the Corporation (as defined in Section 4946 of the Code) other than "foundation managers" as defined by the Code.

XIII  
UNRELATED BUSINESS ACTIVITY

Notwithstanding any other provision of these Articles of Incorporation, KIND, INC., shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under the provisions of Sections 501 (c) (3) of the Internal Revenue Code as amended or the corresponding provision of any future United States Internal Revenue Code provision or other activities which are prohibited to a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code as amended or the corresponding provision of any future United States Internal Revenue Code provision or other activities which are prohibited to a corporation.

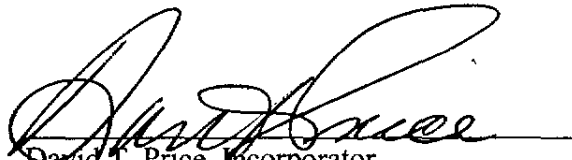
XIV  
SUBSCRIBERS

The names and addresses of the subscribers to these Articles are:

Name David T. Price

Address 550 SW 12<sup>th</sup> Avenue  
Deerfield Beach, FL 33442

IN WITNESS WHEREOF the subscribers have hereunto set their hands and seals, this  
5<sup>th</sup> day of February, 2004.

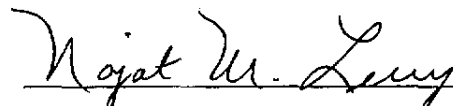
  
David T. Price, Incorporator

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of  
February, 2004 by DAVID T. PRICE, who is personally known to me  
or has produced \_\_\_\_\_ as identification and who did/did not  
take an oath.

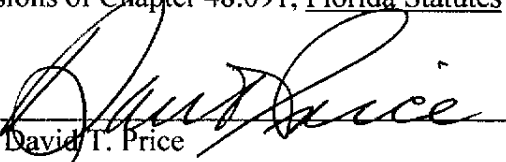


Najat M. Levy  
Commission # DD 000649  
Expires March 20, 2005  
Bonded Through  
Atlantic Bonding Co., Inc.

  
\_\_\_\_\_  
NAJAT M. LEVY  
Notary  
Printed Name

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation at the place designated in paragraph V of these Articles, I hereby accept said appointment and agree to act in this capacity and I agree to comply with the provisions of Chapter 48.091, Florida Statutes relative to keeping open said office.

By:   
David T. Price