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U.S. DISTRICT COURT
DISTRICT OF COLUMBIA

05/11

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: UNDER OUR RAINBOW, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: DONNA L. CIOFFI
Name (Printed or typed)

75 N.W. 45TH AVENUE #208
Address

DEERFIELD BEACH, FL 33442-9396
City, State & Zip

954-725-8404
Daytime Telephone number

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

ARTICLES OF INCORPORATION

OF

Under Our Rainbow, Inc.

A NON-PROFIT CORPORATION

The undersigned incorporator, in order to form a non-profit corporation under the laws of the State of Florida, adopts the following Articles of Incorporation:

ONE: The name of this corporation is Under Our Rainbow, Inc.

Two: The principal place of business and mailing address of the corporation is 75 NW 45th Avenue, Suite 208, Deerfield Beach, FL 33442-9396

THREE: The specific purpose for which this corporation is organized is exclusively for one or more of the purposes as specified in Section 501 (c)(3) of the Internal Revenue Code, 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.

FOUR: The manner in which the Directors are elected or appointed is through a proposal of a candidate's name to the Board of Directors by any Board member or other qualified member, a review of the submitted candidate's qualifications by the Executive Committee of the Board, a recommendation to elect by the Executive Committee and a majority vote of affirmation by the Board of Directors at a duly called meeting with a quorum present.

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NORTH DAKOTA

FIVE: The number of initial directors of this corporation is three (3). Their names and address are as follows:

Donna L. Cioffi, 75 N.W. 45th Avenue #208, Deerfield Beach, FL 33442-9396.

Mark H. Evensen, 2205 Vista Royal Way, Spring Hill, FL 34606.

Carmella Gambino, 4745 Satinwood Trail, Coconut Creek, FL 33063 .

SIX: The name and address of the registered agent of this corporation is:

Donna L. Cioffi.

75 N.W. 45th Avenue, Suite 208.

Deerfield Beach, FL 33442-9396.

954-695-3933

SEVEN: The name and address of the incorporator of this corporation is:

Donna L. Cioffi, 75 N.W. 45th Avenue #208, Deerfield Beach, FL 33442-9396.

EIGHT: The period of duration of this corporation is perpetual.

NINE: The classes, rights, privileges, qualifications, and obligations of members of this corporation are as follows:

This corporation shall have one class of membership. Any person shall be qualified to become a member upon payment of the initial dues, if any, fixed by the board of directors and shall continue as a member upon paying the annual dues, if any, fixed by the board of directors. The method and time of payment of dues shall be determined, and may be changed, from time to time, by the board of directors. Additional provisions specifying the rights and

obligations of members shall be contained in the Bylaws of this corporation pursuant to, and in accordance with, the laws of this state.

TEN: Any additional provisions for the operation of the corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 in these Articles.

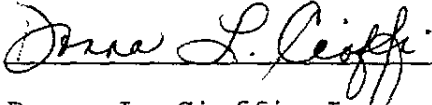
Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal

Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

The undersigned incorporator hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: May 6, 2004

A handwritten signature in cursive script, reading "Donna L. Cioffi", is written over a horizontal line.

Donna L. Cioffi, Incorporator

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CLERK OF COURT
COURT HOUSE
JACKSONVILLE, FLORIDA

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.

Donna L. Cioffi
Signature/Registered Agent

5/6/04
Date

Donna L. Cioffi
Signature/Incorporator

5/6/04
Date