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Division of Corporations

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FLORIDA NON-PROFIT CORPORATION

ANGEL HEART FOUNDATION, INC.

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ARTICLES OF INCORPORATION OF ANGEL HEART FOUNDATION, INC.

The undersigned, acting as incorporator of a Corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such corporation:

Article I

The name of the corporation is: ANGEL HEART FOUNDATION, INC., and the initial principal address of the Corporation is: 1200 North Federal Highway, Suite 312, Boca Raton, Florida.

Article II

The period of the duration of this Corporation is perpetual, unless dissolved according to law. Corporate existence shall commence on the date these Articles of Incorporation are filed by the Florida Department of State.

Article III

The purpose or purposes for which the Corporation is organized is to provide academic and athletic programs to children who need or desire enrichment, learning, spiritual, and charter-building activities. These academic and athletic programs are intended to support and supplement what the children experience in traditional public and private school courses and activities.

Article IV

The qualifications for members, if any, and the manner of their admission shall be determined by the Bylaws of the Corporation.

Article V

The street address and city of the initial registered office of the corporation is 1200 North Federal Highway, Suite 312, Boca Raton, FL 33432, and the name of the initial registered agent at such address is JAMES L. BEARDEN, Esq.

Article VI

The number of Directors constituting the initial Board of Directors of the Corporation is three (3), and the names and addresses of the persons who are to serve as the initial directors are:

Yolanda Adams

3234 Bridgeberry Lane

Houston, TX 77082

Vikki Freeman-Haley

12201 Pleasant Prospect Drive

Mitchellville, MD 20721

Donald Carroll Moragne

8605 Cameron Street, Suite 216

Silver Springs, MD 20910

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Article VII

This Corporation is organized under a nonstock basis.

Article VIII

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 Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or Local government for exclusive public purpose.

Article IX

The name and address of each incorporator is:

JAMES L. BEARDEN

1200 North Federal Highway, Suite 312 Boca Raton, FL 33432

Dated the 23 day of September, 2004.

In witness whereof, the undersigned, being the incorporator(s) of this Corporation have executed these Articles of Incorporation.

JAMES L. BEARDEN, Incorporator

STATE OF FLORIDA COUNTY OF PALM BEACH

Before me, the undersigned authority, personally appeared JAMES L. BEARDEN, to me well known to be the person who executed the foregoing Articles of Incorporation and acknowledged before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth.

In witness whereof, I have hereunto set my hand and seal this

ms day of September, 2004.

SEAL

Notary Public

My Commission Expires:

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named Corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

MES L. BEARDEN, ESQ

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