

N05000012038

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

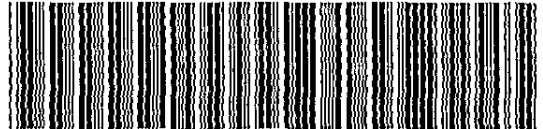
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05 NOV 29 AM 8:55
TALLAHASSEE, FLORIDA

Handwritten signature and date: 12/1/05

COVER LETTER

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

SUBJECT: Hip Hop Kidz Foundation, 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: Hip Hop Kidz Foundation, Inc.
Name (Printed or typed)

19451 Sheridan Street, Suite 124
Address

Pembroke Pines, FL 33332
City, State & Zip

(305) 233-3555
Daytime Telephone number

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

**Articles of Incorporation
For
HIP HOP KIDZ FOUNDATION, INC.**

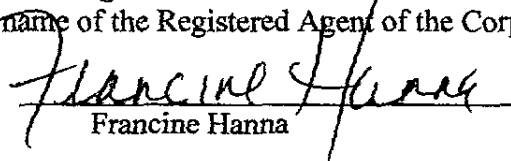
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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ONE: The name and address of this principal corporation is HIP HOP KIDZ FOUNDATION, INC. at 19451 Sheridan Street, Suite 124, Pembroke Pines, Florida 33332, Broward County. The Corporation is organized pursuant to the FLORIDA Non-profit Corporation Code.

TWO: The purpose or purposes for which the corporation is formed are as follows: to aid youth and the young at heart towards a life of self-sufficiency. The programs will consist of, but shall not be limited to: Nutritional Counseling, Dance Instruction, Seminars/Workshops, Physical Fitness Instruction, Mentoring, Job Placement, Land Acquisition, Employment, Literacy, Drug and Violence Intervention, Counseling, and referrals to other programs to aid those in need.

THREE: The duration of this Corporation shall be perpetual, with no stock and shall have no members.

FOUR: The address of the registered office is 18206 SW 26th Court, Miramar Florida 33029, and the name of the Registered Agent of the Corporation shall be:


Francine Hanna

- FIVE:* (1) This Corporation is organized and operated exclusively for Educational and Charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.
- (2) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to carry on (1) by a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code or (2) by corporation contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code.

SIX: The Directors are elected in accordance with the By-laws. The name and address of the persons appointed to act as the initial Directors of this Corporation are:

	<u>Names</u>	<u>Addresses</u>
President	MARK BACINO	1420 La Cima Road, Santa Barbara, California 93101
Vice President	SUZY STONE	3386 Coral Springs Drive, Coral Springs, Florida 33065
Treasurer	JIM GREEN	4862 Vieja Drive, Santa Barbara, California 93110
Secretary	RICK KURSHNER	10950 Washington Blvd., Suite 240, Culver City, CA 90232
Chairman	KEN CLEVELAND	30423 Canwood Street, Suite 139, Agoura Hills, CA 91301

SEVEN: The property of this Corporation is irrevocably dedicated to Charitable and Education purposes and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or the benefit of any private person.

EIGHT: On the dissolution or winding up of the Corporation, its assets remaining after payment of, or provision for payment of, all debts, and liabilities of this Corporation, shall be distributed to a non-profit fund, foundation, or corporation, which is organized and operated exclusively for, Education and Charitable under Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed 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 the Court of Common Pleas of the county in which the principal office of the organization is located, exclusive for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

NINE: Executed on November 5, 2005. The name and address of the incorporator of this Corporation shall be:



Mark Bacino
1420 La Cima Road
Santa Barbara, CA 93101

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is: HIP HOP KIDZ FOUNDATION, INC.

The name and address of the registered agent and office is:

Francine Hanna
18206 SW 26th Court
Miramar, Florida 33029

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TALLAHASSEE, FLORIDA

The above person has been named as registered agent and to accept service of process for the stated purpose of preparation 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, completely, to the proper and complete performance of my duties, and I am familiar with and accept the directions of my position as registered agent.

Francine Hanna
(SIGNATURE)

11/2/05
(DATE)