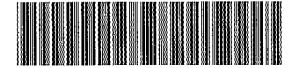
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MICHAEL KRISSEL, C.P.A.  A Professional Association 12350 S.W. 132 Court Suite 215 Miami, Florida 33186
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February 18, 2005

Secretary of State Corporate Records Bureau P.O. Box 6327 Tallahassee, Florida 32301

Re: THE DEBBI FOUNDATION, INC.

Enclosed please find the Articles of Incorporation for the aforementioned new corporation. Enclosed please find my check in the amount of \$78.75, for the filing fee, certified copy fee, registered agent fee and charter tax.

Should any of this be lacking in order to comply with the laws of the State of Florida, please let me know.

Very truly yours,

Michael Krisset

Secretary

# ARTICLES OF INCORPORATION OF

# THE DEBBI FOUNDATION, INC.

#### ARTICLE I - NAME

The name of this Corporation is <u>THE DEBBI FOUNDATION</u>, INC. the mailing address is <u>1562 Island Way</u>, Weston, Florida 33326.

#### ARTICLE II - DURATION

The period of the duration of this corporation shall be perpetual, unless dissolved according to law. The effective date shall be the date of the filing of these Articles of Incorporation with the Florida Secretary of State.

## ARTICLE III - PURPOSE, POWERS & LIMITATIONS

- 1. The corporation is organized on a non-stock basis exclusively for charitable, scientific, literary, religious, and educational purposes set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended and hereafter amended (the "Code"), and the corporation shall have such powers as are necessary or proper to accomplish such purposes.
- 2. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Code Section 501(c)(3); (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2); or (c) by a not for profit corporation organized under the laws of the State of Florida pursuant to Chapter 617, Florida Statutes.
- 3. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, the corporation's members, 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 payments and contributions in furtherance of the purposes set forth in this article.
- 4. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

## **ARTICLE IV - MEMBERS**

This provision for qualification of members, classes of members, and the manner of their admission shall be provided in the bylaws.

#### ARTICLE V - BOARD OF DIRECTORS

- 1. The corporation shall be managed by the Board of Directors. This corporation shall initially have five (5) directors who will be designated as board of directors. The number of directors may be varied from time to time, by the bylaws, but shall never be less than three (3).
  - 2. The directors do not have to be members of the corporation.
  - 3. The directors shall be elected and hold office in accordance with the bylaws.
- 4. The names and addresses of the persons who are to serve as the initial directors of the corporation are:

MATTHEW A. BARRETT, PRESIDENT ZOEY BARRETT, VICE PRESIDENT DELANEY G. ROHDE, VICE PRESIDENT

CHASE A. BARRETT, TREASURER MICHAEL KRISSEL, SECRETARY WESLEE BAUMGARTEN, SECRETARY

#### ARTICLE VI – PRINCIPAL OFFICE

The street address of the principal office is <u>1562 Island Way</u>, <u>Weston</u>, <u>Florida 33326</u>. The name of the principal officer is <u>MATTHEW A. BARRETT</u>.

#### ARTICLE VIII - DISTRIBUTION OF ASSETS UPON DISSOLUTION

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt organizations described in Code Sections 501(c)(3) and 170(c)(2) or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusively public purposes.

#### ARTICLE IX - INCORPORATION

The name and address of the person signing these Articles is:

Michael Krissel 12350 S.W. 132<sup>nd</sup> Court Suite 215 Miami, Florida 33186

#### ARTICLE X

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

## ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend, rescind, or repeal any provisions contained in these Articles of Incorporation, and amendment thereof, and any right conferred upon the shareholders herein to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23 day of <u>December</u>, 2005.

Mutthey Barrett

Matthew A. Barrett

STATE OF FLORIDA COUNTY OF BROWARD

Before me, the under signed authority, personally appeared <u>MATTHEW A. BARRETT</u> to me well known and known to me to be the person described in and who acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 23 day of December, 2005.

Notary Public

My Commission Expires:

Lisa Koch

Commission # 100 073319

Expires Jon. 4, 2006

Bonded Thru

Atlantic Bonding Co., Inc.

# ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above-stated Corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes Section 48.091 and any Amendments hereto, and to comply with the provisions of all other Statutes related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1844 day of Economy, 2005.

Michael Krissel