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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : ROBERT N. ALLEN, JR., P.A.
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FLORIDA PROFIT/NON PROFIT CORPORATION

Mary's Meals USA, Inc.

Certificate of Status	0
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DIVISION OF CORPORATION

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**ARTICLES OF INCORPORATION
OF
MARY'S MEALS USA, INC.**

2009 MAY 14 A 10: 54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I: Name

The name of the Corporation shall be *Mary's Meals USA, Inc.*

Article II: Principle Office

The principal place of business and mailing address of this corporation shall be:

c/o Robert Allen Law, 1441 Brickell Ave. Suite 1400, Miami FL 33131

Article III: Purpose

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, 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 the corresponding section of any future federal tax code.

Article IV: Manner of Election

The manner in which the Directors are elected or appointed shall be set forth in the by-laws adopted by this corporation.

Article V: Not for Profit

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 distributions in furtherance of the purposes set forth in Article Three above. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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Article VI: Winding Up

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VII: Initial Registered Agent and Street Address

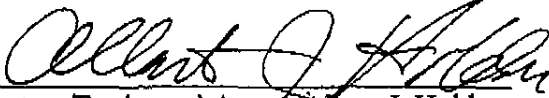
The name and address of the registered agent is: Albert J Holder, 1441 Brickell Ave., Suite 1400, Miami, FL 33131.

Article VIII: Incorporator

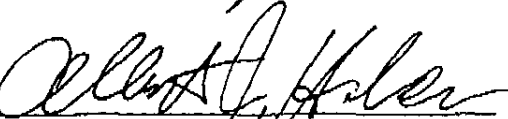
The name and address of the Incorporator is:

Albert J Holder, Robert Allen Law, 1441 Brickell Ave., Suite 1400, Miami, FL 33131.

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.


Signature/Registered Agent- Albert J. Holder


Date


Signature/Incorporator- Albert J. Holder


Date

Preparer:

Albert J. Holder

Robert Allen Law** (see fictitious name filing for registered agent)

Attorneys at Law

1441 Brickell Avenue, Suite 1400

Miami, Florida 33131

Ph. (305) 372-3300

FL BAR No. 0041172

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