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FLORIDA PROFIT/NON PROFIT CORPORATION

FLORIDA WILDLIFE KID'S, INC

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**H08000205052****ARTICLES OF INCORPORATION  
FOR****FLORIDA WILDLIFE KID'S, INC**

The undersigned, acting as incorporator(s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

**ARTICLE I NAME:**

The name of the corporation shall be:

FLORIDA WILDLIFE KID'S, INC

**ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS:**

The principal and mailing address of this corporation is:

6850 s.w. 1<sup>st</sup> Street, Miami, Fl 33144

**ARTICLE III PURPOSE:**

The specific purpose(s) for which the corporation is organized is (are):

The Corporation's purpose is strictly, Religious, Charitable, and Educational, within the meaning of Section 501(C)(3) of the Internal Revenue Code of 1986 as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from the federal income tax under Section 501(C)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), or by a corporation, contributions to which are deductible under Section 170(C)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

**ARTICLE IV MANNER OF ELECTIONS OF DIRECTORS:**

The manner in which the directors are elected or appointed is as follows (a) Board of Directors. The corporation will have (3) initial Directors initially. The number of Directors of the corporation may be increased or diminished from time to time by the Bylaws but shall never be less than (3). The Directors named herein as the first Board of Directors shall hold office until the first meeting of Members, at which time an election of Directors shall be held.

Annual meetings shall be held at the principal office of the corporation or at such other place as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all of the Members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation and Bylaws of the corporation authorize the Directors to so act and shall be prima facie evidence of such authority.

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**H08000205052****ARTICLE V LIMITATION OF CORPORATE POWERS:**

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited as follows:

**ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS:**

Andres Vallina, 6850 S.W. 1<sup>st</sup> Street, Miami, Fl 33144

**ARTICLE VII DIRECTORS NAME AND ADDRESS:**

7 VP  
S Andres Vallina, 6850 S.W. 1<sup>st</sup> Street, Miami, Fl 33144  
Luz M. Orsini, 6850 S.W. 1<sup>st</sup> Street, Miami, Fl 33144  
Janet Guerra, 13009 S.W. 42 Ter, Miami, Fl 33175

**ARTICLE VIII DISSOLUTION:**

The property of this Corporation is irrevocably dedicated to Religious, Charitable, and Educational purposes and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer, or member thereof or to benefit of any private person. Upon dissolution or winding up of Corporation, its assets remaining after payment, 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 Religious, Charitable, and Educational purposes and which has established its tax exempt status under Section 501(C)(3) of the Internal Revenue Code.

**ARTICLE IX EARNINGS:**

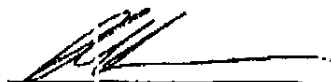
No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in any political campaign on behalf of, or in opposition of any candidate for public office.

**ARTICLE VIII INCORPORATOR:**

The name and street address of the incorporator for these Articles of Incorporator is:

Andres Vallina, 6850 S.W. 1<sup>st</sup> Street, Miami, Fl 33144

The undersigned incorporator has executed these Articles of Incorporation this 29<sup>th</sup> day of August 2008.

  
Signature

**H08000205052**

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, 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:

FLORIDA WILDLIFE KID'S, INC.

(Must include suffix)

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

ANORES VALLINA

(name)

6850 SW. 1ST

(P.O. Box or Mail Drop Box NOT Acceptable)

MIAMI, FL 33144

(City/State/Zip)

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Having been named as registered agent and to accept service of process for the above  
stated corporation 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 relating to the proper and complete performance of  
my duties, and I am familiar with and accept the obligations of my position as registered  
agent.

  
Signature of Registered Agent8-29-08  
Date

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