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2008 NOV 25 A 11:37

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOV 26 2008  
D. A. WHITE

Paint My Charity, Inc.  
Shirley Sheene  
20703 Celeste Circle  
Cupertino, California 95014

November 20, 2008

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

RE: Articles of Incorporation for Hoofs with Hearts Inc.

Enclosed, please find one original copy of the Articles, along with one conformed copy of the Articles of Incorporation of Hoofs with Hearts Inc., a proposed Florida Nonprofit Corporation.

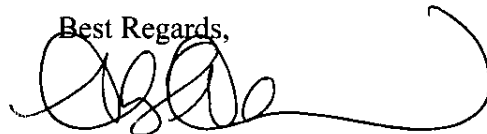
Please file the enclosed Articles of Incorporation. After filing, please return the enclosed copies of the Articles of Incorporation, compared and certified by your office to this address:

**Jennifer Brown**  
**9718 Northwest Seventh Circle Apt 918**  
**Plantation, Florida 33324**

A check in the amount of (\$70), made payable to your office, for filing articles for the above non-profit corporation is also enclosed.

If you have any questions regarding the Articles, please contact me at (800) 715-4028 extension 128. Thank you.

Best Regards,

A handwritten signature in black ink, appearing to read 'SS', with a long, sweeping horizontal line extending to the right.

Shirley Sheene, Incorporator

**Articles of Incorporation**  
**In Compliance with Chapter 617, F.S., (Not for Profit)**  
*Of*  
**HOOFS WITH HEARTS INC.**

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**Article I**

The name of the Corporation shall be: Hoofs with Hearts Inc.

**Article II**

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

9718 Northwest Seventh Circle Apt 918  
Plantation, Florida 33324

**Article III**

Hoofs with Hearts Inc. is a PUBLIC BENEFIT nonprofit corporation that is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, including, for such purposes, the making of distributions to organizations that qualify as tax-exempt organizations under Section 501(c)(3) of the Internal Revenue Code. Specifically, this nonprofit corporation is organized and operated to provide relief to physically and mentally disabled youth in dire need of assistance through therapeutic horseback riding, to actively promote and encourage youth to participate in horse riding for the ultimate benefit of their physical and mental well being, increased verbalization skills, motor skills, and mobility, to continually provide youth with a nurturing and healthy environment, which will enable them to develop lifelong values, including companionship, responsibility, and leadership, and to promote the overall happiness and well being of the youth, by enabling them to overcome their hardships and fortify their weaknesses, and become strong, confident, and successful individuals of the future.

**Article IV**

The manner in which the directors are elected or appointed: During the annual meeting, the officers shall elect the directors of the Corporation.

**Article V**

The name and Florida street address of the registered agent is:

Jennifer Brown  
9718 Northwest Seventh Circle Apt 918

Plantation, Florida 33324

Article VII

The name and address of the Incorporator is:

Shirley Sheene  
Paint My Charity, Inc.  
20703 Celeste Circle  
Cupertino, California 95014

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TALLAHASSEE, FLORIDA

Article XI

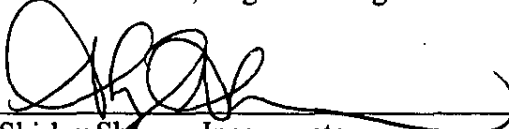
**Purpose of Obtaining 501(c)(3) Tax-Exempt Status:** No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth 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 any candidate for public office. Notwithstanding any other provisions, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any future United States Internal Revenue Code.

**Dissolution:** Upon 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 nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

*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.*

  
Jennifer Brown, Registered Agent

11/14/2008  
Date

  
Shirley Sheene, Incorporator

11/20/08  
Date