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2009 FEB -5 MI 10: 34 SECRETARY OF STATE TALLAHASSEE, FI DE STATE

J. Shivers FEB 0 6 2809



Christina L. Palmer Administrative Assistant to Ozvaldo F. Torres, Esq Direct Dial 954-315-7244 cpalmer@rra-law.com

February 4, 2009
Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Not For Profit Corporation

To Whom It May Concern:

Enclosed herewith please Articles of Incorporation to be filed for Forex For Vets, Inc. along with check no. 31574 in the amount of \$70.00.

Should you have any questions please feel free to contact me.

Very truly yours,

Christina Palmer

Administrative Assistant to Osvaldo F. Torres, Esq.

:clp Enclosure(s)

cc: David J. Boden, Esq.

ARTICLES OF INCORPORATION

OF

FOREX FOR VETS, INC.

(a corporation not for profit)

Article I. Name

The name of this corporation is Forex for Vets, Inc. (the "Corporation").

Article II. Principal Office

The principal place of business and mailing address of the Corporation is:

734 Riverbend Boulevard Longwood, Florida 32779

Article III. Enabling Law

This Corporation is organized pursuant to the "Corporations Not For Profit Act" of the State of Florida, as set forth at Chapter 617 of the Florida Statutes

Article IV. Purpose

- A. This Corporation is organized and shall be operated exclusively for religious, charitable, education, sports, athletic and recreational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), including, but not limited to developing and delivering curriculum that will enable veterans with disabilities to learn to trade currencies over the foreign exchange markets (Forex) thus enabling them to trade for their own accounts as well as taking their skills to obtain jobs in the Forex industry in jobs ranging from customer support to trading.
- B. No part of the net earnings of the Corporation shall inure to the benefit, or be distributable to, its directors, trustee, officers, or other private persons, except that the Corporation

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shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the tax exempt purposes set forth herein.

- C. This Corporation shall have all of the powers of a natural person, subject only to limitations imposed by these Articles, the Bylaws of this Corporation and applicable laws. Notwithstanding any such powers, or any other provision of these Articles, this Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code, or (ii) by a corporation organized under Section 170(c)(2) of the Code, or (iii) by a corporation as defined in Section 617.0835, Fla. Stat. Notwithstanding any of the above statements of purpose and powers, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise of any powers that are not in furtherance of the primary purposes of this Corporation.
- D. No substantial part of the activities of this Corporation shall involve itself in propaganda or otherwise attempt to influence legislation (except as otherwise provided in Section 501(h) of the Code), and the Corporation shall not participate in, or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.
- E. This Corporation shall have and exercise all rights and powers conferred on non-profit corporations under the laws of the State of Florida, or which may hereafter be conferred, in order to promote religious, charitable, scientific, educational, sports, athletic and recreational purposes.
- F. In the event of the complete or partial liquidation or dissolution of the Corporation, whether voluntary or involuntary, no member, director or officer shall be entitled to any distribution or division of the Corporation's property or proceeds therefrom, and the balance of all money and

other property received by the Corporation from any source, after the payment of all debts and obligations of the Corporation, shall be used or distributed, subject to the order of the Circuit Court of the State of Florida, as provided by law, exclusively to an organization or organizations which themselves are exempt organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended (or corresponding sections of any prior or future law), or to the federal, state or local government for exclusively public purposes.

Article V. Duration

The Corporation shall commence its existence on upon filing these Articles with the Florida Secretary of State and is to exist perpetually.

Article VI. Membership

Initially the Corporation shall have no members but the Board of Directors may determine by majority vote at any time if the Corporation shall have members. If the Corporation shall have members, the number of members, their qualifications and the manner of their admission shall be prescribed from time to time by the Board of Directors in an amendment to the Bylaws of the Corporation.

Article VII. Initial Board of Directors

The Corporation shall have three (3) directors, initially. The number of directors may be increased or diminished from time to time in accordance with the Bylaws, but shall never be less than three (3). The manner and method of electing the directors shall be in accordance with the Bylaws. The names and post office addresses of the members of the first Board of Directors who shall serve until their successors are elected are:

Abraham Cofnas 734 Riverbend Boulevard Longwood, Florida 32779

William J Egan III (SGM Ret) 32 Wales St Taunton. MA 02780-4121

Osvaldo F. Torres, Esq. c/o Rothstein Rosenfeldt Adler 401 East Las Olas Blvd Suite 1650 Fort Lauderdale, FL 33301

Article VIII. Incorporator

The name and address of the Incorporator of this Corporation is:

<u>Name</u>

Address

Abraham Cofnas.

734 Riverbend Boulevard Longwood, Florida 32779

Article IX. Registered Office and Agent

The street address of the Corporation's initial registered office and the name of the Corporation's initial registered agent at such address is:

Osvaldo F. Torres, Esq. 12900 West State Road 84 Davie, Florida 33325

Article X. Mailing Address

The mailing address of the corporation is:

734 Riverbend Boulevard Longwood, Florida 32779

The Bylaws of this corporation may only be made, altered or rescinded by a majority vote of the Board of Directors, unless all of the directors sign a written statement manifesting their intention that the Bylaws be made, altered or rescinded.

Dated: January 20, 2009

Name: Abraham Cofnas

Title: Incorporator

Acceptance of Registered Agent

Having been named as registered agent to accept service of process for Forex for Vets, Inc., at the place designated in these Articles of Incorporation, the undersigned is familiar with and accepts the appointment of registered agent and agrees to act in this capacity.

Dated: January 20, 2009

Osvaldo F. Torres, Esq.

FILED
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SECRETARY OF STATE