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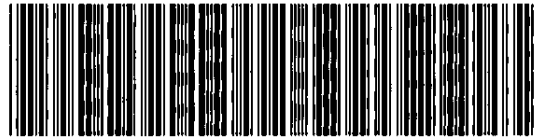
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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AND  
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## COVER LETTER

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

SUBJECT: A CHILD'S MILE FOUNDATION, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: MYRNA L. WILLIAMS  
Name (Printed or typed)

1000 Colony Point Circle Unit 312  
Address

Pembroke Pines, FL 33026  
City, State & Zip

954-232-8118 or 954-499-9062  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
A CHILD'S SMILE FOUNDATION, INC.**

**Under Chapter 617 of the Florida Statutes**

**FIRST**

The name of the corporation shall be A CHILD'S SMILE FOUNDATION, INC. *The corporation is not for profit and shall not have or issue shares of stock.*

**SECOND**

The principal place of business and mailing address of the corporation shall be 1000 Colony Point Circle, Unit #312, Pembroke Pines, Florida 33026.

**THIRD**

The corporation is organized and shall be operated exclusively for charitable, scientific and educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). In furtherance of these charitable, scientific and education purposes, the corporation will:

- a) raise funds to provide emergency assistance to underprivileged children around the world.
- b) create community-based models for health care delivery to help to save the lives of children who might otherwise die from treatable or preventable causes.
- c) provide food and clothes to impoverished children to reduce hunger and malnutrition among families.
- d) assist existing early childhood education programs.
- e) address critical needs and help communities become self-sustaining.
- f) work with children, families and their communities worldwide to reach their full potential by tackling the causes of poverty and injustice.
- g) conduct any lawful activities that may be of beneficial use for the accomplishing of the foregoing purposes.

**FOURTH**

In furtherance of the foregoing purposes, the corporation shall have all the general powers that are enumerated in Chapter 617 of the Florida Statutes and such other powers as are now or hereafter permitted by law for a corporation organized for the foregoing purposes, including without limitation the power to solicit grants and contributions for any corporate purpose and the power to maintain a fund or funds of real and/or personal property in furtherance of such purposes.

**FIFTH**

The method of election of trustees shall be set forth in the corporation's bylaws. The corporation shall have no members.

**SIXTH**

The corporation shall be managed by a Board of Trustees, the number of which is to be no less than three (3) and no more than twelve (12). The names and addresses of the six initial trustees that will serve until the first annual meeting of the corporation are as follows:

Name	Position	Address
Myrna L. Williams	President and Trustee	1000 Colony Point Circle, Unit #312 Pembroke Pines, Florida 33026
Henrietta W. Harrison	Treasurer and Trustee	1114 Sterling Blvd. Englewood, New Jersey 07631
Priscilla E. Williams	Secretary and Trustee	550 South Park Road, Unit #825 Hollywood, Florida 33021
Renee S. Lindsay	Trustee	Montego 98 Middle Road SN01 Southampton Bermuda
Hannah E. Lewis	Trustee	3825 East Lake Place Miramar, Florida 33023
Robert Harrison III, Esq.	Trustee	1114 Sterling Blvd. Englewood, New Jersey 07631

**SEVENTH**

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

Registered Agent	Address
Myrna L. Williams	1000 Colony Point Circle, Unit #312 Pembroke Pines, Florida 33026

The registered agent is familiar with and accepts the obligations and duties of a registered agent.

**EIGHTH**

Notwithstanding any other provision of these articles, the corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Code, and the corporation intends at all times to qualify and remain qualified as exempt from U.S. federal income tax under Section 501(c)(3) of the Code and, therefore, in connection therewith:

- a) the corporation is not formed for and shall neither be conducted nor operated for pecuniary profit or financial gain, and no part of its assets, income or profit shall be distributed to or inure to the benefit of any private individual or individuals, provided that nothing herein shall prevent the corporation from paying reasonable compensation to any person for services rendered to or

for the corporation provided that such services are in furtherance of one or more of the corporation's purposes;

- b) no substantial part of the activities of the corporation shall be devoted to the carrying on of propaganda or otherwise attempting to influence legislation, except to the extent permitted by the Code whether pursuant to an election under Section 501(h) of the Code or otherwise, and no part of the activities of the corporation shall be devoted to participating or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office;
- c) the corporation shall not engage in or include among its purposes any activities not permitted to be carried on by a corporation exempt from federal income taxation under 501(c)(3) of the Code; and
- d) during any period in which the corporation may be classified as a private foundation within the meaning of Section 509 of the Code, the corporation shall distribute its income at such times and in such manner as to avoid taxation under Section 4942 of the Code, and the corporation shall not engage in any act of self-dealing (as defined in Section 4941(d) of the Code), shall not retain any excess business holdings (as defined in Section 4943(c) of the Code), shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Code, and shall not make any taxable expenditures (as defined in Section 4945(d) of the Code).

#### NINTH

In the event of the dissolution of the corporation, all of the assets and property of the corporation remaining after the proper payment of expenses and the satisfaction of all liabilities shall be distributed in accordance with the Florida Statutes to further the tax exempt purposes of the corporation within the meaning of Section 501(c)(3) of the Code and/or to such charitable and educational organizations as shall qualify for exemption under Section 501(c)(3) of the Code. Any such assets not so 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.

#### TENTH

A trustee or officer of the corporation shall not be personally liable to the corporation for damages for breach of any duty owed to the corporation, except that a trustee or officer shall not be relieved of liability for any breach of duty based upon an act or omission (a) in breach of such person's duty of loyalty to the corporation, (b) not in good faith or involving a knowing violation of law or (c) resulting in receipt by such person of an improper personal benefit.

IN WITNESS WHEREOF, the undersigned incorporator has executed this certificate as of the 3<sup>rd</sup> day of June 2009.



Myrna L. Williams  
Incorporator and Registered Agent  
1000 Colony Point Circle, Unit #312  
Pembroke Pines, Florida 33026

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AND  
FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA